

999 0000 83897
LAW OFFICES OF
Charles J. Goldman, P.A.

601 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020

BROWARD: (954) 920-1986
FAX: (954) 929-2440

September 17, 1999

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Re: Larry Shulruff, MD, P.A.

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-09/22/99--01001--003
*****70.00 *****70.00

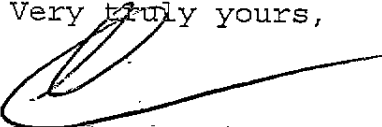
Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your office and return one filed copy to me in the envelope I have provided.

I am enclosing my check for \$70.00 covering:

\$35.00 Filing Fee
35.00 Certificate Designating Registered Agent


Very truly yours,


CHARLES J. GOLDMAN
CJG/csg
Enclosures

FILED
99 SEP 20 PM 1:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Carol Hanger GAVE
AUTHORIZATION BY PHONE TO
CORRECT P.A. Purpose
DATE 9-22-99
DOC. EXAM CB

Practice


9-22-99
6

**ARTICLE OF INCORPORATION
OF**

LARRY SHULRUFF, MD, P.A.

FILED
99 SEP 20 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, hereby establish myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: LARRY SHULRUFF, MD, P.A..

ARTICLE II - PURPOSE

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The specific purpose of the Corporation is for the Practice of Medicine.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) SHARES having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV - CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - DURATION

The corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The initial street address of the corporation's principal office is: 10120 NW 7th Street, Plantation, Florida 33324.

ARTICLE VII - MANAGEMENT BY SHAREHOLDERS

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to Chapter 607 of the Florida Statutes.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the Director is: Larry Shulruff, 10120 NW 7th Street, Plantation, Florida 33324.

ARTICLE IX - SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber is:

CHARLES J. GOLDMAN
601 South Federal Highway
Hollywood, Florida 33020

ARTICLE X - DISSOLUTION

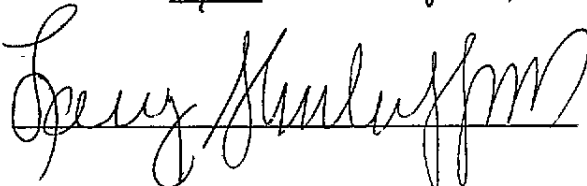
The corporation may be dissolved at any time by: (1) unanimous written consent of the shareholders; (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XI - REGISTERED AGENT

The name and address of the Registered Agent is:

CHARLES J. GOLDMAN, P.A.
601 South Federal Highway
Hollywood, Florida 33020

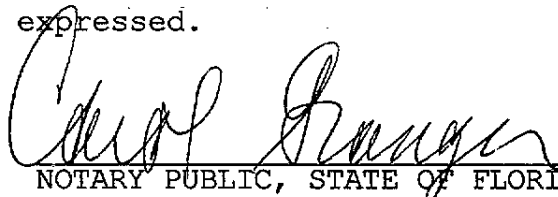
IN WITNESS WHEREOF, I, the undersigned subscriber of this Corporation, have executed these Articles of Incorporation in Hollywood, Broward County, Florida, on this 17 day of September 1999.

A handwritten signature in cursive script, appearing to read "Larry Shulruff", written over a horizontal line.

Larry Shulruff, Subscriber

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, this 17 day of September 1999, personally appeared Larry Shulruff, who is personally known to me or who has produced KNOWN as identification and is the person described in the foregoing Articles of Incorporation of Larry Shulruff, MD, P.A. and he acknowledged before me that he executed the same for the purposes therein expressed.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:

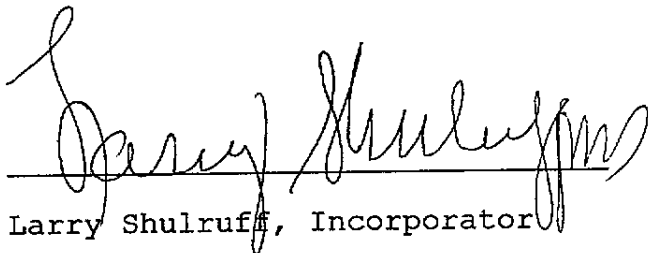


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:

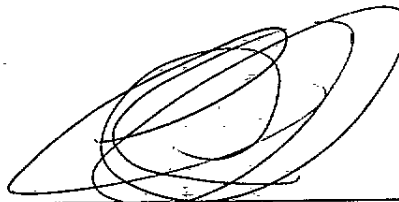
First that Larry Shulruff, MD, P.A., desiring to organize or
qualify under the laws of the State of Florida, with its
principal place of business at 10120 NW 7th Street, Plantation,
Florida 33324, has named Charles J. Goldman, P.A., located at 601
South Federal Highway, Hollywood, Florida 33020 as its agent to
accept service of process within Florida.

Dated: 9/17/99


Larry Shulruff, Incorporator

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99 SEP 20 PM 1:32
STATE
SECRETARY OF FLORIDA
TALLAHASSEE

Having been named to accept service of process for the above
named corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper
performance of my duties.



CHARLES J. GOLDMAN, P.A.