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September 29, 1999

VIA FEDERAL EXPRESS

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****122.50 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: SCOTT A. GREENBERG, M.D., P.A.

Gentlemen:

Find enclosed our firm's check in the amount of $122.50 to cover the following fees of your office.

Filing Charter	$35.00
Certification of Charter	52.50
Filing Resident Agent Form	35.00

We enclose original and one copy of Articles of Incorporation of this proposed professional association, with executed resident agent form. Please endorse your approval on the copy of the Articles of Incorporation, certify same and return to us, together with acknowledgment of filing of resident agent.

Thank you for your attention to the above.

Yours truly,

Linda H. Hutson

Linda H. Hutson
Legal Assistant

FILED
'99 SEP 30 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures
(L:\Greenberg\StateLet.lhh)

TS 10/4/99

ARTICLES OF INCORPORATION
OF
SCOTT A. GREENBERG, M.D., P.A.

FILED
99 SEP 30 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, licensed or otherwise legally authorized to perform the services of a medical doctor in the State of Florida, does hereby form a professional corporation in accordance with Florida Statute §621, and hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME AND PRINCIPAL ADDRESS

The name of this corporation is SCOTT A. GREENBERG, M.D., P.A.. The principal address of the corporation is 1925 Mizell Avenue, Suite 303, Winter Park, Florida 32792.

ARTICLE II. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on the 1st day of October, 1999.

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This professional service corporation shall render professional medical services to the general public and do all things in connection therewith that are customarily done by licensed medical doctors under the laws of the State of Florida, and, in accordance with Florida Statutes §621. Said professional association may invest its funds in real estate, mortgages, stocks, bonds or any other types of investments and may lease or own real and personal property necessary for the rendering of professional services.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Seven Thousand Five Hundred (7,500) shares of Common Stock having a Nominal or Par Value of One Dollar ($1.00) per share.

ARTICLE VI. STOCK LIMITATIONS

No one other than an individual who is duly licensed as a medical doctor under the laws of the State of Florida may own any corporate stock of this corporation; nor may any shareholder enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1330 W. Citizens Blvd., Suite 701, Leesburg, Florida 34748, and the name of the initial registered agent of this corporation at that address is J. STEPHEN PULLUM.

ARTICLE IX. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) Director at all times. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one (1) nor more than five (5). The name(es) and address(es) of the initial Directors of this corporation are:

NAME	ADDRESS
SCOTT A. GREENBERG, M.D.	1925 Mizell Avenue, Suite 303 Winter Park, FL 32792

ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME	ADDRESS
J. STEPHEN PULLUM	1330 W. Citizens Blvd., Suite 701 Leesburg, FL 34748

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to the full extent permitted by law.

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this restriction.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of Sept, 1999.

J. STEPHEN PULLUM, Subscriber

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 29th day of September, 1999, by J. STEPHEN PULLUM, Subscriber to these Articles of Incorporation. Said person did not take an oath and (check one) ✓ is personally known to me, _____ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or _____ produced other identification, to wit: ______________________________.

Linda H Hutson
Printed Name: ______________
Notary Public State of Florida
Commission Number: ______________
My Commission Expires: ______________

OFFICIAL NOTARY SEAL
LINDA H HUTSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC634566
MY COMMISSION EXP. APR. 10,2001

(L:\Greenberg\ArticlesPA.lhh)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT SCOTT A. GREENBERG, M.D., P.A. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF **WINTER PARK**, STATE OF FLORIDA, HAS NAMED **J. STEPHEN PULLUM**, LOCATED AT **1330 W. CITIZENS BLVD., SUITE 701**, CITY OF **LEESBURG**, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE ______________________
(Corporate Officer)

TITLE Partner

DATE 9-29-99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE ______________________
(Resident Agent)

DATE 9-29-99

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FILED
99 SEP 30 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA