

P99000096421

PEDIATRIX
MEDICAL GROUP, INC.

October 29, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-11/01/99--01088--013
*****78.75 *****78.75

Subject: NATALMED, INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above company.

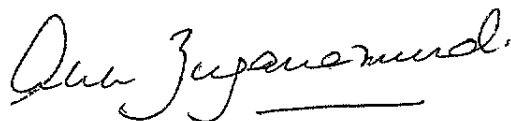
We have also enclosed our check number 93267 in the amount of \$78.75 which covers the following:

Filing fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy of Articles of Incorporation	<u>\$ 8.75</u>
Total	\$78.75

In order to expedite the return of the certified copy of the Articles of Incorporation I am enclosing a self-addressed stamped Federal Express envelope.

If you have any questions please do not hesitate to call me at the number below.

Sincerely yours,



Ann Zugarramurdi
Corporate Paralegal

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99 NOV -1 PM 2:15
TALLAHASSEE, FLORIDA
DEPT. OF STATE

Direct Phone: (800) 243-3839 ext. 5285; Direct Fax: (954) 389-4224

PDX
NYSE

1455 North Park Drive • Fort Lauderdale, Florida 33326
P.O. Box 559001 • Fort Lauderdale, Florida 33355-9001
(954) 384-0175 • (800) 243-3839
<http://www.pediatrix.com>

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ARTICLES OF INCORPORATION

OF

NATALMED, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the Corporation is **NATALMED, INC.**

**ARTICLE TWO
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE THREE
CAPITAL STOCK**

The number of shares of stock that the Corporation has authority to issue is one thousand (1,000) shares, all of which shall be common shares with a par value of One Cent (\$0.01) per share.

**ARTICLE FOUR
REGISTERED AND PRINCIPAL OFFICES**

The street address of the initial registered office of the Corporation is 1455 North Park Drive, Ft. Lauderdale, FL 33326, and the name of the initial registered agent at that address is Bruce A. Jordan.

The mailing address of the Corporation is P.O. Box 559001, Ft. Lauderdale, FL 33355-9001.

The address of the principal place of business of the Corporation is 1455 North Park Drive, Ft. Lauderdale, FL 33326.

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TALLAHASSEE, FLORIDA

**ARTICLE FIVE
INCORPORATOR**

The name and street address of the incorporator is as follows:

Bruce A. Jordan

1455 North Park Drive
Ft. Lauderdale, FL 33326

The undersigned has executed these Articles of Incorporation this 28th day of October,
1999.



Bruce A. Jordan

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

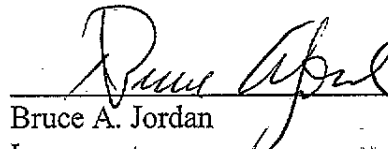
Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is NatalMed, Inc.
2. The name and address of the registered agent and office of the Corporation is:

Bruce A. Jordan

1455 North Park Drive
Ft. Lauderdale, FL 33326

Date: October 28th, 1999


Bruce A. Jordan
Incorporator

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: October 28th, 1999


Bruce A. Jordan