

CAMBO MEDICAL GROUP

453 N. Kirkman Rd. • Suite 203 • Orlando, FL 32811
407-296-9966 • Fax: 407-298-0983

999000105324

FILED
99 DEC -6 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 2, 1999

Doris Brown
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-10/01/99--01041--003
*****70.00 *****70.00

RE: Letter 799A00048236

Dear Ms. Brown:

I apologize for the delay in returning the documentation to you. I hope you find everything in order.

Should you require additional information, please don't hesitate to call my office, 407-296-9966 ext. 11.
Once again thank you for your patience and attention concerning this matter.

Respectfully,

Jackie Wilson

Jackie Wilson
Practice Manager

Enclosures

789,167,505,524,2551,2350
w/99-22934

MICHAEL A. BOYER, D.O.
Diplomat American Osteopathic
Board of Family Practice

JORGE L. CAMBO, M.D.
Diplomat American Board Internal Medicine
Diplomat Emergency Medicine

DEBRA HUNT, ARNP
Board Certified
Family Practice

JACQUELINE LINDSEY, M.D.
Diplomat American Board
of Family Practice

MICHAEL McHALE, D.O.
Board Eligible Family Practice
Diplomat Emergency Medicine

D. BROWN DEC - 6 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 4, 1999

JORGE CAMBO, M.D.
CAMBO MEDICAL GROUP
453 N. KIRKMAN RD., SUITE 203
ORLANDO, FL 32811-1109

SUBJECT: FLORIDA EMERGENCY MEDICINE SPECIALIST
Ref. Number: W99000022934

We have received your document for FLORIDA EMERGENCY MEDICINE SPECIALIST and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

YOU STILL DIDN'T CHANGE THE NAME IN THE ARTICLES OF INCORPORATION, YOU SENT THEM BACK WITH THE NAME THAT IS NOT AVAILABLE. YOU STILL DIDN'T ADD A CORPORATE SUFFIX TO THE NAME. PLEASE TYPE THE CORRECT NAME IN THE ARTICLES OF INCORPORATION AND THE REGISTERED AGENTS CERTIFICATE AND SEND THEM BACK WITH A COPY OF THIS LETTER. THANKS

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 799A00048236

ARTICLES OF INCORPORATION

OF

Florida Emergency Medicine Specialist, Inc.

FILED
99 DEC -6 PM 1:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In Compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLES I

The name of the corporation is: Florida Emergency Medicine Specialist, Inc.

ARTICLE II

The mailing address of the corporation is:
453 No. Kirkman Rd.
Suite 203
Orlando, Fl. 32811

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in business and any other general purpose authorized by Florida Statutes Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is:
453 No Kirkman Rd.
Orlando, Fl. 32811

The Registered Agent for the corporation is:

Jorge Cambo, M.D.
453 No. Kirkman Rd.
Orlando, Fl. 32811

ARTICLE VI

The initial Board of Directors shall consist of four members. The names and addresses who will serve on the initial Board of Directors are:

Jorge Cambo, M.D., President & Treasurer
453 No. Kirkman Rd Suite 203
Orlando, Fl. 32811

Michael McHale, D.D., Vice President & Secretary
453 No. Kirkman Rd Suite 203
Orlando, Fl. 32811

Jacqueline Lindsey, M.D, Vice President
453 No. Kirkman Rd. Suite 203
Orlando, Fl. 32811

Michael Boyer, D.O., Vice President
453 No. Kirkman Rd. Suite 203
Orlando, Fl. 32811

ARTICLE VII

The names and addresses of the persons signing these articles of Incorporation are:

Jorge Cambo, M.D. President & Treasurer
453 No. Kirkman Rd.
Suite 203
Orlando, Fl. 32811

Michael McHale, D.O., Vice President & Secretary
453 No. Kirkman Rd. Suite 203
Orlando, Fl. 32811

Jacqueline Lindsey, MD., Vice President
453 No. Kirkman Rd. Suite 203
Orlando, Fl. 328111

Michael Boyer, D.O., Vice President.
453 No. Kirkman Rd. Suite 203
Orlando, Fl. 32811

ARTICLE VIII

The corporation shall indemnify its directors, officer, employees, and agents to the fullest extent permitted by law.

ARTICLE IX

PREEMPTIVE RIGHT

Each shareholder of this corporation shall have the first right to purchase shares and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of share equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waive submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

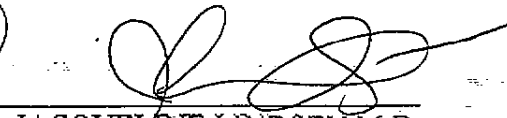
MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular or annual meeting of the Board of Directors by means of conference telephone or similar communications equipment as provided by Florida Statute 607.0820 (4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 27th of September 1999.




JORGE CAMBO, M.D., PRESIDENT
& TREASURER



JACQUELINE LINDSEY, M.D.,
VICE PRESIDENT



MICHAEL MCHALE, D.O.
VICE PRESIDENT



MICHAEL BOYER, D.O.
VICE PRESIDENT

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process of Florida Emergency Medicine Specialist, Inc., as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501 (3)



JORGE CAMBO, M.D.

FILED
DEC - 6 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA