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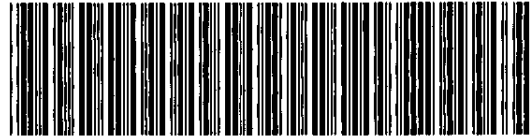
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*Amended &
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04/17/12--01020--004 **43.75

Name Change

2012 APR 17 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

*DR
4/19/12*

THE GRANTHAM LAW FIRM

LISTED IN THE BAR REGISTER OF PREEMINENT LAWYERS

KIRK GRANTHAM
BOARD CERTIFIED IN
WILLS, TRUSTS & ESTATES
REAL ESTATE LAW

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OF COUNSEL
JAMES M. ADAMS
DAVID H. BLUDWORTH
JOSEPH M. CONSIDINE, P.A.

April 13, 2012

Via Federal Express

Amendment Section
Division of Corporations
2661 Executive Center Circle
Clifton Building
Tallahassee, FL 32301

Gentlemen:

Enclosed is the Amended and Restated Articles of Incorporation for Layne D. Nisenbaum, D.O., P.A. which now shall be known as Layne D. Nisenbaum, D.O., Inc., together with a check for \$43.75 for a certified copy of the new Articles.

With kindest regards,



Kirk Grantham

KG/dq
Encl.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LAYNE D. NISENBAUM, D.O., P.A.**

FILED
2012 APR 17 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Due to the death of LAYNE D. NISENBAUM, D.O., this professional association corporation organized under Florida Statute 621 is being converted to a corporation organized under Florida Statute 607. These amended Articles were adopted by the shareholders and directors on April 9, 2012.

ARTICLE I - NAME

The name of this corporation is LAYNE D. NISENBAUM, D.O., INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial Principal office of LAYNE D. NISENBAUM, D.O., INC. is Suite 105, 1860 Forest Hill Blvd., West Palm Beach, Florida 33406.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - DURATION

This corporation shall have perpetual existence.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE VI - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Mark Adam Foley
312 Cherry Lane
Palm Beach, FL 33480

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VIII – OFFICERS

The names, addresses and titles of the Officers of the corporation are:

Mark Adam Foley, President, Treasurer and Secretary
312 Cherry Lane
Palm Beach, FL 33480

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is Mark Adam Foley, 312 Cherry Lane, Palm Beach, FL 33480.

ARTICLE XI - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Mark Adam Foley
312 Cherry Lane
Palm Beach, FL 33480

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 11th day of April, 2012.



Mark Adam Foley, President
Sole Member of Board of Directions and

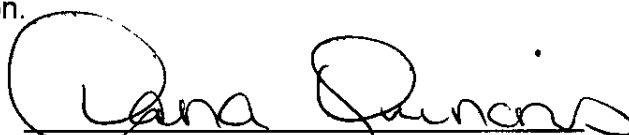
Shareholder.

STATE OF FLORIDA }
 }ss.
COUNTY OF PALM BEACH }

The foregoing instrument was acknowledged before me this 11th day of April, 2012, by **Mark Adam Foley**, who (X) is personally known to me or () has produced _____ as identification.

(N. P. SEAL)




Notary Public, State of Florida

Print or stamp name of notary public, commission number and date of expiration

**DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT**

LAYNE D. NISENBAUM, D.O., P.A. hereby appoints **MARK ADAM FOLEY** to act as Registered Agent for the purpose of accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.



MARK ADAM FOLEY