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54TH STREET MEDICAL PLAZA, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
54TH STREET MEDICAL PLAZA, INC.**

The undersigned, pursuant to Sections 607.1006 and 607.1007, Florida Statutes, hereby adopts the following as the Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") of 54th Street Medical Plaza, Inc., a Florida corporation (f/k/a 54th St. Medical Plaza, Inc. and 54th St. Med Plus Medical Center, Inc.) (the "Corporation"), as originally filed with the Florida Department of State on October 28, 1991, and as amended from time to time thereafter, and confirms that such Amended and Restated Articles and the amendments set forth herein were duly adopted and approved on September 17, 2012 pursuant to the unanimous written consent of the sole Shareholder and the sole Director of the Corporation:

ARTICLE I. NAME

The name of the Corporation is 54TH STREET MEDICAL PLAZA, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation are 5385 Northeast 2nd Avenue, Miami, Florida 33137.

ARTICLE III. AUTHORIZED SHARES

The number of shares the Corporation is authorized to issue is one thousand (1,000), all of which have a par value of \$1.00 per share. Ten (10) shares of the authorized common stock shall be designated as "Class A Voting Common Stock" and nine hundred ninety (990) shares of the authorized common stock shall be designated as "Class B Non-Voting Common Stock". The preferences, limitations and relative rights with respect to the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be the same, except that the holders of the Class B Non-Voting Common Stock shall not be entitled to vote on any matters required or permitted to be submitted to a vote by the Shareholders of the Corporation, except when otherwise required by law.

ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 5385 Northeast 2nd Avenue, Miami, Florida 33137, and the name of the registered agent of the Corporation at that office is Blair Reichin.

ARTICLE V. DIRECTORS

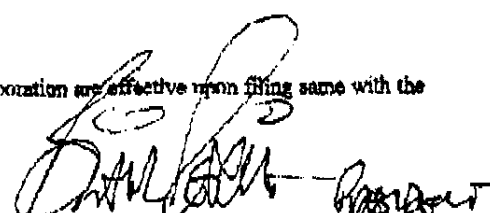
The governing board of the Corporation shall be styled as a "Board of Directors" and each member of the Board of Directors shall be a "Director". The Corporation shall have one (1) Director. The name of the Director of the Corporation is Blair Reichin and his address is 5385 Northeast 2nd Avenue, Miami, Florida 33137.

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These Amended and Restated Articles of Incorporation are effective upon filing same with the Florida Department of State.



Blair Ketchin, President of 54th Street Medical
Plaza, Inc., a Florida corporation

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