

This instrument prepared by:

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ARTICLES OF INCORPORATION
OF
DOUBLE OAK FAMILY MEDICINE, P.C.

1. The name of the corporation is Double Oak Family Medicine, P.C.
2. The purpose or purposes for which the corporation is organized are, and the corporation is hereby expressly authorized to engage in, to render professional services and services ancillary thereto within the practice of medicine, including, but not limited to, the specialty of family medicine, and to transact any or all lawful business in connection therewith allowed by the Revised Alabama Professional Corporation Act and the Alabama Business Corporation Act, including, but not limited to, providing clinical, educational, and administrative services to physicians, hospitals, clinics and other similar entities.
3. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 1,000 shares of common stock, par value \$1.00 per share.
4. No holder of any share or shares of any class of stock of the corporation shall have any preemptive right to purchase or subscribe for shares of any class of capital stock of the corporation now or hereafter authorized, including treasury shares, or for any securities convertible into or carrying any optional rights to purchase or subscribe for any shares of any class of capital stock of the corporation now or hereafter authorized.
5. The street address of the initial registered office of the corporation is 5420 Highway 280 East, Birmingham, Alabama 35242, and the name of its initial registered agent at that office is Harvey Harmon, M.D.
6. The names and addresses of the incorporators of the corporation are:

Harvey Harmon, M.D.	5420 Highway 280 East
	Birmingham, Alabama 35242

Renee Harmon, M.D.

5420 Highway 280 East
Birmingham, Alabama 35242

7. (a) The number of directors of the corporation shall be one or more, as specified in the bylaws of the corporation. The bylaws may establish a variable range for the size of the board of directors of the corporation by fixing a minimum and a maximum number of directors. The number of directors may be fixed or changed from time to time, within the minimum and maximum, by the shareholders.

(b) The names and addresses of the individuals who are to serve as the initial directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Harvey Harmon, M.D.	5420 Highway 280 East Birmingham, Alabama 35242
Renee Harmon, M.D.	5420 Highway 280 East Birmingham, Alabama 35242

(c) At elections of directors by the shareholders of the corporation, the directors of the corporation to be elected by the shareholders of the corporation shall be elected by a majority of the votes cast by the shares entitled to vote in the election of directors at the meeting of the shareholders of the corporation at which a quorum is present when the vote is taken.

8. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

9. Only the shareholders shall have the right to amend or repeal the bylaws of the corporation.

10. A director of the corporation shall not be liable to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except for (i) the amount of a financial benefit received by such director to which such director is not entitled; (ii) an intentional infliction of harm on the corporation or its shareholders by such director; (iii) a violation of Section 10-2B-8.33 of the Alabama Business Corporation Act or any successor provision to such section; (iv) an intentional violation of criminal law by such director; or (v) a breach of such director's duty of loyalty to the corporation or its shareholders. If the Alabama Business Corporation Act, or the Revised Professional Corporation Act, are hereafter amended, or any successor statutes thereto is hereafter adopted or amended, to authorize the elimination of or the further limitation of

the liability of a director of a corporation, then the liability of a director of the corporation, in addition to the limitations on liability provided herein, shall be limited to the fullest extent permitted by the Alabama Business Corporation Act, as amended, or the Revised Professional Corporation Act, as amended, or any successor statute thereto, as adopted or amended. Any repeal or modification of this provision by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the liability of a director of the corporation existing at the time of such repeal or modification.

The undersigned, acting as the incorporators of the corporation named herein in accordance with the Alabama Business Corporation Act and the Revised Alabama Professional Corporation Act, executes these Articles of Incorporation this 18th day of June, 2002, which Articles of Incorporation shall be effective upon filing.



Harvey Harmon, M.D.



Renee Harmon, M.D.

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Double Oak Family Medicine, P.C.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tina Dimonte, 2001 Park Place Ste 1400, Birmingham, AL 35203-2736 for a period of one hundred twenty days beginning June 12, 2002 and expiring October 11, 2002.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.
June 12, 2002

Date

A handwritten signature in black ink, appearing to read 'Jim Bennett', is written over a horizontal line.

Jim Bennett

Secretary of State

