

ARTICLES OF INCORPORATION

OF

RENAL SPECIALISTS OF KENTUCKY, PSC

The undersigned, for purposes of incorporating and organizing a corporation under the Kentucky Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for such corporation:

1. **NAME.** The name of the Corporation is Renal Specialists of Kentucky, PSC.
2. **SHARES.** The total number of shares which the Corporation is authorized to issue is 1,000 Common Shares, without par value. The Common Shares shall have one vote per share, shall have all the voting power of the Corporation, shall be entitled to receive the net assets of the Corporation upon dissolution, and shall be without distinction as to powers, preferences and rights.
3. **NUMBER OF DIRECTORS.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its Board of Directors. The number of directors shall be fixed by resolution of the Board of Directors from time to time, subject to the applicable provisions of the Act and the Corporation's Bylaws.
4. **DISTRIBUTIONS AND REDEMPTIONS.** The Board of Directors of the Corporation, to the extent not prohibited by law, shall have the power to cause the Corporation to repurchase its own shares and shall have the power to cause the Corporation to make distributions, from time to time, to the Corporation's shareholders.
5. **INITIAL DIRECTORS.** The number of directors constituting the initial Board of Directors is one. The name of such sole Director is Frederick Arndt, MC who is to serve as the sole until his successor in office is elected and shall qualify.
6. **REGISTERED OFFICE; REGISTERED AGENT.** The street address of the initial registered office of the Corporation is 101 South 5th Street, 27th Floor, Louisville, Kentucky 40202, and the name of its initial registered agent at such office is FMHD-ASP, LLC.
7. **PRINCIPAL OFFICE.** The mailing address of the principal office of the Corporation is 7910 Albrecht Circle, Louisville, Kentucky 40241.
8. **INCORPORATOR.** Brian D. Zoeller, whose mailing address is 101 South 5th Street, 27th Floor, Louisville, Kentucky 40202, is the sole incorporator of the Corporation.
9. **SEVERABILITY OF PROVISIONS.** If any provision of these Articles of Incorporation, or its application to any person or circumstances, is held invalid by a court of competent jurisdiction, the invalidity shall not affect other provisions or applications of these Articles of Incorporation that can be given effect without the invalid provision or application, and to this end the provisions of these Articles of Incorporation are severable.

IN TESTIMONY WHEREOF, witness the signature of the sole incorporator, this 10TH day of May, 2011.



Brian D. Zoeller, Incorporator

CONSENT OF REGISTERED AGENT

The undersigned, having been named in the Articles of Incorporation as the registered agent of the Corporation, hereby consents to serve in that capacity.

FMHD-ASP, LLC

By: *Carmin Grandinetti*
Carmin D. Grandinetti, President

This instrument was prepared by:

Brian D. Zoeller
Brian D. Zoeller, Esq.
Fultz Maddox Hovious & Dickens, PLC
101 South 5th St., 27th Floor
Louisville, Kentucky 40202
(502) 588-2000