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Corporation Name: American Association for  
Physician Leadership, Inc.  
Email Address: \_\_\_\_\_  
Entity Number: \_\_\_\_\_  
Authorization: Kim Pullen

*Not for Profit Cert of Domestication*  
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**NOT FOR PROFIT  
CERTIFICATE OF DOMESTICATION**

The undersigned, as an officer of American College of Physician Executives, a Virginia nonstock corporation, in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. American College of Physician Executives was first formed on January 7, 1974.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Virginia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was American College of Physician Executives.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to sections 617.01201 and 617.0202, Florida Statutes, with this Certificate of Domestication is American Association for Physician Leadership, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before this filing of the Certificate of Domestication was Virginia.
6. Attached to this Certificate of Domestication as Attachment A are the Florida articles of incorporation of American Association for Physician Leadership, Inc. to complete the domestication requirements pursuant to section 617.1803, Florida Statutes.

The undersigned officer of the Corporation, who is authorized to sign this Certificate of Domestication on behalf of the Corporation, has signed this Certificate of Domestication on July 27, 2016.

**AMERICAN COLLEGE OF PHYSICIAN  
EXECUTIVES**

By: \_\_\_\_\_

Name: Peter B. Angood MD

Title: President, CEO

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**ARTICLES OF INCORPORATION  
OF  
AMERICAN ASSOCIATION FOR PHYSICIAN LEADERSHIP, INC.**

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

**ARTICLE I**

**Name, Principal Place of Business, and Mailing Address**

The name of the Corporation is: American Association for Physician Leadership, Inc. The principal place of business and mailing address are: 400 North Ashley Drive, Suite 400, Tampa, FL 33602.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code"), including, but not limited to:

- (1) educating physicians on leadership skills and healthcare practice management;
- (2) providing career guidance, support, training, and counseling to physicians and healthcare practices;
- (3) building a network of health care providers and organizations; and
- (4) improving health care policies and leaders through education, support, and fellowship.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto.

**ARTICLE IV**  
**Members**

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

**ARTICLE V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 400 North Ashley Drive, Suite 400, Tampa, FL 33602, and the name of its initial registered agent at such address is Peter B. Angood, MD.

**ARTICLE VI**  
**Directors**

The number of directors and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors.

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Peter B. Angood, MD	400 North Ashley Drive, Suite 400 Tampa, FL 33602

**ARTICLE VIII**  
**Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

**ARTICLE IX**  
**Amendment**

These articles of incorporation may be amended in the manner provided by law.

**ARTICLE X**  
**Dissolution**

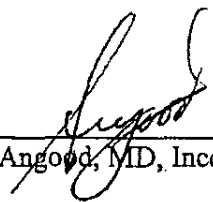
Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Code, or to the federal, state, or local government for exclusive public purpose.

**ARTICLE XI**  
**Limitations**

**Section 1. Legislative and Political Activity.** No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 2. Property.** The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

The undersigned incorporator has executed these articles of incorporation this 27 day  
of July 2016.

  
\_\_\_\_\_  
Peter B. Angood, MD, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 27 day of July 2016.

Registered Agent

  
\_\_\_\_\_  
Peter B. Angood, MD

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CLERK OF THE COURT