

PD3000048076

((H03000167545 0))

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000167545 0))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : AKERMAN SENTERFITT - TAMPA  
Account Number : I20000000249  
Phone : (813) 223-7333  
Fax Number : (813) 223-2837

FLORIDA PROFIT CORPORATION OR P.A.

Internal Medicine & Pediatrics of Tampa Bay, P.A.

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

W- 12381

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAY -1 AM 8:50

FILED

((H03000167545 0))

((H03000167545 0)))

FILED  
MAY - 1 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a professional service corporation in accordance with the laws of the State of Florida.

**ARTICLE 1  
NAME**

The name of this corporation shall be: **INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.**

**ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of this corporation shall be:

**Principal Office:**  
100 South Ashley Drive, Suite 1500  
Tampa, Florida 33602

**Mailing Address:**  
100 South Ashley Drive, Suite 1500  
Tampa, Florida 33602

**ARTICLE 3  
CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares, \$.001 par value, common stock, which shall be designated Common Stock.

**ARTICLE 4  
REGISTERED  
OFFICE AND REGISTERED AGENT**

The initial registered office of this corporation shall be located at 100 S. Ashley Drive, Suite 1500, Tampa, Florida 33602, and the initial registered agent of this

William Kalish, Esq.  
Akerman Senterfist  
100 S. Ashley Dr., Ste. 1500  
Tampa, FL 33602  
Tel No.: (813) 223-7333  
Fax No.: (813) 223-2837  
  
Florida Bar No. 216712  
{TP095835;1}

((H03000167545 0)))

**ARTICLES OF INCORPORATION  
OF INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.  
PAGE 2**

corporation at such office shall be William Kalish, Esq. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE 5  
BOARD OF DIRECTORS**

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

**ARTICLE 6  
INITIAL BOARD OF DIRECTORS**

The initial Board of Director of this corporation shall consist of two (2) members, such members to hold office until their successors have been duly elected and qualified. The name and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Frank Demery, M.D.	480 Itasca Avenue Tampa, Florida 33606
Mark Billella, M.D.	4001 South Westshore Blvd., #1410 Tampa, Florida 33611

**ARTICLE 7  
INCORPORATOR**

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
William Kalish, Esq.	100 S. Ashley Drive, Suite 1500 Tampa, Florida 33602

(((H03000167545 0)))

((H03000167545 0)))

**ARTICLES OF INCORPORATION  
OF INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.  
PAGE 3**

**ARTICLE 8  
PURPOSES AND DURATION**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and, specifically, the practice of medicine as a professional association under Chapter 621, Florida Statutes. In connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

**ARTICLE 9  
RENDITION OF PROFESSIONAL SERVICES**

The corporation shall render the professional services described in Article 8 only through its agents, officers, directors, employees and representatives who are duly licensed or otherwise legally authorized in the State of Florida to practice medicine or provide the medical services requested. The term "agents," "officers," "employees," and "representatives" shall not include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.

**ARTICLE 10  
BYLAWS**

The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

**ARTICLE 11  
AMENDMENT OF ARTICLES OF INCORPORATION**

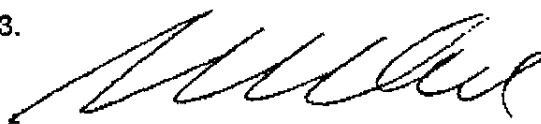
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

((H03000167545 0)))

**ARTICLES OF INCORPORATION  
OF INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.  
PAGE 4**

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

**DATED** this 30th day of April, 2003.



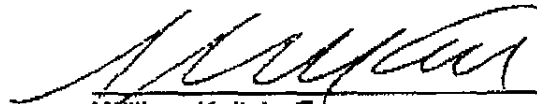
William Kalish, Esq., Incorporator

**ARTICLES OF INCORPORATION  
OF INTERNAL MEDICINE & PEDIATRICS OF TAMPA BAY, P.A.  
PAGE 5**

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, WILLIAM KALISH, ESQ., having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 30th day of April, 2003.

  
William Kalish, Esq.

FILED  
03 MAY -1 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA