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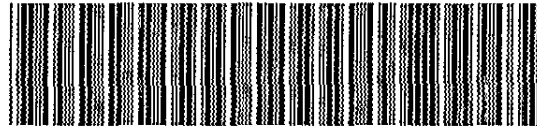
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TALLAHASSEE FLORIDA

gr 2/19/04

**George T. Eldridge, Enrolled Agent**

**A 1 Accountants, Inc.**

**P. O. Box. 1187 (11509 Dr M L King Blvd East)**

**Mango, FL 33550-1187**

**Phone (813) 684-3399 Fax (813) 684-0392 e-mail lme@gte.net**

**Baccalaureate Degree in Accounting**

**Enrolled Agent: Enrolled to practice before IRS**

**FILED**  
**2004 FEB 16 AM 1:53**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

February 13, 2004

Department of State  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

RE: Articles of Incorporation for Jerry L Jamison, MD, Inc

Enclosed please a check in the amount of \$ 70.00 for the Articles of Incorporation for Jerry L Jamison, MD, Inc. When the filing is completed, please return to our office in Mango. Please mail to P O Box 1187, Mango, FL 33550-1187.

Sincerely,

Anita Throop  
Associate

**ARTICLES OF INCORPORATION**

**OF**

**JERRY L JAMISON, MD, INC**

**FILED**  
2004 FEB 16 AM 1:53  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

**ARTICLES I - NAME**

The name of the Corporation shall be JERRY L JAMISON, MD, INC and the address is

PO Box 1187, Mango, FL 33550-1187

**ARTICLE II - DURATION**

The period of its duration is perpetual, commencing on the date of filing these articles with the State of Florida, Secretary of State, Florida Department of State.

**ARTICLE III - PURPOSE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be engaged in under the laws of the United States and the State of Florida's General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

This corporations is authorized to issue 2,500 SHARES which should be designated "Common Shares." The par value per share is one dollar (\$1.00).

**ARTICLE V - CAPITAL**

The amount of capital with which the Corporation will begin business shall be ONE HUNDRED DOLLARS (\$100.00).

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 11509 E. DR. M. L. KING JR. BLVD., MANGO, FL 33550

The name of the initial registered agent of this Corporation at that address is GEORGE T. ELDRIDGE.

#### **ARTICLE VII - BOARD OF DIRECTORS**

1. This corporation is not required to have two (2) or more directors.
2. A director is not required to be a shareholder.
3. Each director must be of legal age.
4. Meetings of the Board of Directors may be held within or without the State of Florida.
5. The shareholders of this corporation may remove any director from office at any time with or without cause.

#### **ARTICLE VIII - INCORPORATOR**

The incorporator is

George T. Eldridge

Post Office Box 1187  
Mango, Florida 33550-1187

#### **ARTICLE IX - BYLAWS**

The power to adopt, amend, or repeal the Bylaws of the corporation shall be vested in the Board of Directors and the Shareholders without any restriction of their powers conferred by statute.

#### **ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

1. Shares held by any shareholder may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to the corporation.
  - a. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.
  - b. otherwise transferred" means, for example, shares cannot be passed on by gift, donation, or inheritance.
2. The sale or transfer may be made only after the same shall have been approved at a shareholders' meeting, exclusive of the stock proposed to be sold or transferred.
3. The shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

#### **ARTICLE XI - ADOPTION OF BYLAWS**

A special meeting of the Board of Directors will be held, upon the call of the president, for the purpose of completing the organization of the corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

#### **ARTICLE XII - AMENDMENT OR REPEAL**

This corporation reserves the right to amend or repeal any Article or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

#### **ARTICLE XIII - TERMS OF ISSUING STOCK**

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions, and conditions of the Internal Revenue Code.

#### **ARTICLE XIV - TRANSACTIONS WITH OTHER CORPORATIONS, SOLE PROPRIETORSHIPS, INDIVIDUALS, AND/OR OTHER BUSINESS**

1. No contract or other transaction between this corporation and any other businesses, and no contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors or shareholders are pecuniarily or otherwise interested in any other corporation, or are directors, officers, or owners of any other corporation/businesses.
2. Any director individually, or any business of which any director may be a member/owner, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such business is so interested shall be disclosed or shall have been known to the Board of Directors.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That JERRY L JAMISON, MD, INC desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 11509 East Dr. Martin Luther King, Jr. Blvd, Post Office Box 1187, Mango, Florida 33550 has named George T. Eldridge located at 11509 East Dr. Martin Luther King, Jr. Blvd, Post Office Box 1187, Mango, Florida 33550, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

George T. Eldridge

George T. Eldridge, Resident Agent

02-13-2004

Date

George T. Eldridge

George T. Eldridge, Incorporator

02-13-2004

Date

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2004 FEB 16 AM 1:53  
TALLAHASSEE FLORIDA