

P08000000588

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.

((H08000000801 3)))



H08000000801 3.ABCR

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) 617-6381

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.
Account Number : 076666002140
Phone : (727) 461-1818
Fax Number : (727) 441-8617

FILED
08 JAN -2 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

BERMAN, DOLMAN & BERMAN, P.A.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

MRS 1/3/08

Electronic Filing Menu

Corporate Filing Menu

Help

(((H080000008013)))

08 JAN -2 AM 10:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BERMAN, DOLMAN & BERMAN, P.A.**

The undersigned, acting as incorporator, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of incorporating a professional corporation under the laws of the State of Florida.

**ARTICLE I
NAME AND ADDRESS**

The name of this professional corporation shall be BERMAN, DOLMAN & BERMAN, P.A. The principal address of the Corporation is 1870 Wateroak Drive West, Clearwater, Florida 33756. The mailing address of the Corporation is PO Box 1828, Clearwater, Florida 33757.

**ARTICLE II
PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida, except that the Corporation shall not render professional services except through its officers, employees, and agents who are duly licensed or otherwise legally authorized to practice medicine within the State of Florida.

**ARTICLE III
CAPITAL STOCK AND PREEMPTIVE RIGHTS**

The capital stock authorized and the par value thereof, shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE / PAR SHARE
10,000	\$0.01

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that such shares are subject to calls thereon until the whole consideration thereof shall have been paid. No shareholder shall have preemptive rights, unless the stockholders otherwise agree.

Prepared By:
Rebecca L. Heist, Esq.
Johnson, Pope, Deker, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
(727) 461-1818
Bar No. 0674591

FILED
08 JAN -2 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(((H080000008013)))

((H08000000801 3)))

ARTICLE IV BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the shareholders may provide in any bylaws made by them that such bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE V DURATION

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation shall be 911 Chestnut Street, Clearwater, Florida 33756, and the name of its initial registered agent at such address is REBECCA L. HEIST.

ARTICLE VII APPLICABLE LAWS

The Corporation shall operate as a professional corporation under Chapter 607 of the Florida Statutes except where the provisions of Chapter 621 of the Florida Statutes shall control.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be three (3), and the name and address of the person sworn to serve as Director until the first annual meeting of shareholders or until his successor is elected and qualified are:

<u>Name</u>	<u>Address</u>
RUSSELL BERMAN	3184 SW Newberry Court Palm City, Florida 34990
MATTHEW DOLMAN	1870 Watroak Drive West Clearwater, Florida 33764
THEODORE BERMAN	3184 SW Newberry Court Palm City, Florida 34990

((H08000000801 3)))

((H08000000801 3)))

ARTICLE IX
INCORPORATOR

The name and address of the incorporator are as follows:

Name

Address

REBECCA L. HEIST

911 Chestnut Street
Clearwater, Florida 33756

ARTICLE X
CORPORATE AND STOCKHOLDER DEBT

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

ARTICLE XI
INDEMNIFICATION

This Corporation shall indemnify and insure its officers and Directors, and any former officers and directors, to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 2nd day of January, 2008.



REBECCA L. HEIST, Incorporator

((H08000000801 3)))

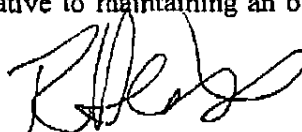
((H08000000801 3)))

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, BERMAN, DOLMAN & BERMAN, P.A., desiring to organize under the laws of the State of Florida hereby designates REBECCA L. HEIST, located at 911 Chestnut Street, Clearwater, Florida 33756, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



REBECCA L. HEIST

Dated: January 2, 2008

#424132 v1

FILED
08 JAN -2 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H08000000801 3)))