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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Whitner S. Davis, MD, P.A.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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**ARTICLES OF INCORPORATION  
OF  
WHITNER S. DAVIS, MD, P.A.**

The undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract and a medical doctor duly licensed to render professional services as such, hereby associates herself/himself in the formation of a professional corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 621, Florida Statutes:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation shall be **Whitner S. Davis, MD, P.A.** The corporation shall have perpetual existence.

**ARTICLE II  
GENERAL PURPOSE**

The general purpose for which this corporation is organized shall be:

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in the practice of medicine and any lawful act or any other activity or purpose for which corporations may be organized under the Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of one cent (\$0.01) per share.

**ARTICLE IV  
SHAREHOLDER RESTRICTIONS**

No one other than an individual who is duly licensed or otherwise legally authorized to practice medicine in the State of Florida may own stock of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his/her stock. Any stockholder who becomes legally disqualified to practice medicine shall sever all employment with and financial interest in the corporation. No shareholder of the corporation may sell or transfer his/her stock in this corporation, except to another individual duly licensed or otherwise legally authorized to practice medicine in the State of Florida as permitted by the bylaws of the Corporation.

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**ARTICLE V**  
**TRANSFER OF SHARES**

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter "S" status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The address of the principal office and mailing address of the Corporation in the State of Florida is 2029 Forest Club Drive, Orlando, FL 32804.

**ARTICLE VII**  
**REGISTERED AGENT**

The address of the registered agent is 283 Cranes Roost Blvd, Suite #165 Altamonte Springs, FL 32701. The name of the initial registered agent of this corporation at that address is CB&G Services, Inc.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS AND OFFICERS**

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one.
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this corporation or until his/her successor is elected or appointed and qualified, is:

Whitner S. Davis, M.D.  
2029 Forest Club Drive  
Orlando, FL 32804

- D. The name and address of the President/Vice President/Secretary and Treasurer is:

Whitner S. Davis, M.D.  
2029 Forest Club Drive  
Orlando, FL 32804

**ARTICLE IX**  
**INCORPORATOR**

The name and street address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
Chaires, Brooderson & Guerrero, P.L.	283 Cranes Roost Blvd, Suite # 165 Altamonte Springs, FL 32701

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ARTICLE X  
AMENDMENT TO ARTICLES

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

ARTICLE XI  
INDEMNIFICATION

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator had made and subscribed these Articles of Incorporation at Altamonte Springs, Florida, this 10<sup>th</sup> day of July, 2019.

Chaires, Brooderson  
& Guerrero, P.L., a Florida company


By:   
Richard J. Brooderson, Vice-President

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 10<sup>th</sup> day of July, 2019

CB&G Services, Inc., a Florida corporation

By:   
Richard J. Brooderson, Vice-President

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