

TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX



**P9500026435**

ACCOUNT NO. : 072100000032

REFERENCE : 571269 5312A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : April 3, 1995

ORDER TIME : 11:53 AM

ORDER NO. : 571269

CUSTOMER NO: 5312A

100001415291  
APR 03 1995 11:53 AM  
TALLAHASSEE, FL 32301

CUSTOMER: Olin G. Shivers, Esq  
ANNIS MITCHELL COCKEY  
EDWARDS & ROEHN, P.A.  
201 North Franklin  
Suite 2100  
Tampa, FL 33602

DOMESTIC FILING

NAME: BLOOMINGDALE MEDICAL  
ASSOCIATES, P.A.

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: \_\_\_\_\_

PREPARED  
 APR 03 1995 11:53 AM  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 FILED

T. BROWN APR - 4 1995

**ARTICLES OF INCORPORATION  
OF  
BLOOMINGDALE MEDICAL ASSOCIATES, P.A.**

FILED  
95 APR -3 AM 9 16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, being natural persons competent to contract, and duly licensed to render services as doctors of medicine under the laws of the State of Florida, hereby form a corporation for profit under the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I

Name

The name of this Corporation is **BLOOMINGDALE MEDICAL ASSOCIATES, P.A.** The mailing and street address of principal office of this Corporation is **3805 South Nine Drive, Valrico, Florida 33594.**

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation.

ARTICLE III

Purpose

The general nature of the business to be transacted by this Corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that a

doctor of medicine, duly licensed under the laws of the State of Florida, is authorized to render, but such professional service shall be rendered only through officers, employees and agents of this Corporation who are duly licensed under the laws of the State of Florida to perform said services.

#### ARTICLE IV

##### Powers

This Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend,

pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as this Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of this Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of this Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE V

##### Capital Stock

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$.10 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 201 North Franklin Street, Suite 2100, Tampa, Florida 33601, and the name of its initial registered agent at such address is OLIN G. SHIVERS.

ARTICLE VII

Initial Board of Directors

This Corporation shall have Two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Jeffrey D. Wartman, M.D.	3805 South Nine Drive Valrico, Florida 33594
Salam G. Ishak, M.D.	1117 Shipwatch Circle Tampa, Florida 33602

ARTICLE VIII

Incorporator

The names and addresses of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
Jeffrey D. Wartman, M.D.	3805 South Nine Drive Valrico, Florida 33594
Salam G. Ishak, M.D.	1117 Shipwatch Circle Tampa, Florida 33602

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscribers executed these Articles of Incorporation, this 20<sup>th</sup> day of MARCH, 1995.

  
\_\_\_\_\_  
JEFFREY D. WARTMAN, M.D.

  
\_\_\_\_\_  
BALAN G. ISHAK, M.D.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for this Corporation, at the place designated herein, 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.

Olin G. Shivers  
OLIN G. SHIVERS

Dated: 3-31-95, 1995

3957-003-0262616

FILED  
95 APR -3 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA