

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

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Articles

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SPECIAL INSTRUCTIONS

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ARTICLES OF INCORPORATION
OF
BLOOM, YAEGER & SPANGLER, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

ARTICLE I. CORPORATE NAME

The name of this Corporation is:

BLOOM, YAEGER & SPANGLER, INC.

ARTICLE II. MAILING ADDRESS OF CORPORATION

The mailing address of this Corporation is: 303 N. Clyde Morris Boulevard, Daytona Beach, Florida 32114.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time, the classes, which the distinguishing characteristics of each, into which the same are divided, is 120 shares of Class "A" Common Stock, of a par value of \$.001 per share and 120 shares of Class "B" Restricted Common Stock of the par value of \$.001 per share. The Class "B" Restricted Common Stock shall be entitled only to full voting rights and shall have no right to share in dividends, nor to any distribution of Corporate assets in the event of the liquidation or dissolution of the Corporation, nor any other rights as may otherwise be normally attributable to the ownership of common stock.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be: Terry S. Bloom, M.D., 303 N. Clyde Morris Boulevard, Daytona Beach, Florida 32114.

ARTICLE VI. BOARD OF DIRECTORS

The initial Board of Directors shall be comprised of three (3) members. The number of members of the Board of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors are:

Terry S. Bloom, M.D.
303 N. Clyde Morris Boulevard
Daytona Beach, FL 32114

Ted E. Yaeger, M.D.
303 N. Clyde Morris Boulevard
Daytona Beach, FL 32114

Ann E. Spangler, M.D.
303 N. Clyde Morris Boulevard
Daytona Beach, FL 32114

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is: Terry S. Bloom, M.D., 303 N. Clyde Morris Boulevard, Daytona Beach, Florida 32114.

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

ARTICLE IX. INDEMNIFICATION

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 10th day of March, 1997.



Terry S. Bloom, M.D.

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of Bloom, Yaeger & Spangler, Inc. in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.


Terry S. Bloom, M.D.

Dated: March 10, 1997

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