

P 98000039097

J. GERARD CORREA, P.A.



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April 22, 1998

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Secretary of State
Charter Division - Corporations
409 E. Gaines Street
Tallahassee, FL 32304

Re: Venice Medical Center, P.A.

Gentlemen:

Enclosed herewith, in duplicate, are Articles of Incorporation for Venice Medical Center, P.A.. Enclosed is our check in the amount of \$122.50, covering the following fees:

Filing Tax	\$ 35.00
Certified copy of Articles	52.50
Registered Agent fee	<u>35.00</u>
Total	\$122.50

Please send a certified copy of the Articles of Incorporation to our St. Petersburg, Florida office.

Yours truly,

J. GERARD CORREA, P.A.

J. Gerard Correa

JGC/dha
Enclosure

FILED
98 APR 28 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall

APR 30 1998

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98 APR 28 AM 10:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VENICE MEDICAL CENTER, P.A.

The undersigned, who is duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with Chapter 621 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME: The name of the corporation shall be VENICE MEDICAL CENTER, P.A. The principal office address shall be 730 Rialto, Venice, Florida 34285.

ARTICLE II

DURATION: This corporation shall have a perpetual existence.

ARTICLE III

PURPOSE: The purpose for which the corporation is organized is to operate a medical practice providing services to the general public as well as any and all other lawful activities.

ARTICLE IV

CAPITAL STOCK: The number of shares of stock which the corporation is authorized to have outstanding is 100, all of which shall be common shares with a par value of \$5.00 per share.

ARTICLE V

CAPITAL: The amount of stated capital with which the corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE VI

REGISTERED OFFICE: The address of the initial registered office in this state is 730 Rialto, Venice, Florida 34285, and the name of the initial registered agent at said address is RAO GUDAPATI, M.D. who by his signature hereon accepts such designation.

ARTICLE VII

INCORPORATOR: The name and address of the Incorporator is: Rao Gudapati, 730 Rialto, Venice, Florida 34285.

ARTICLE VIII

DIRECTORS: Initially, the corporation shall have a Board of Directors consisting of one (1) Director, whose name and address is as follows:

Rao Gudapati
730 Rialto
Venice, Florida 34285

ARTICLE IX

INFORMAL SHAREHOLDER ACTION: Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE X

SEVERANCE AND TERMINATION OF EMPLOYMENT: If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of

such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE XI

INFORMAL DIRECTOR ACTION: If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII

INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

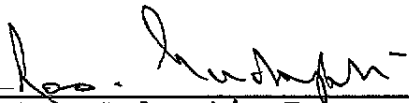
ARTICLE XIII

BYLAW AMENDMENT: The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name as

Incorporator.

Dated: April 21, 1998




Rao Gudapati, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared RAO GUDAPATI, M.D., as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of April, 1998, at the City of St. Petersburg, County of Pinellas, State of Florida.



NOTARY PUBLIC

My commission expires:



DOROTHY H. ADMIRE
Notary Public State of Florida
My Commission Expires July 16, 1999
No. CC469501

CERTIFICATE OF REGISTERED AGENT

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

That VENICE MEDICAL CENTER, P.A. designed to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Palm Harbor, County of Pinellas, State of Florida, has named RAO GUDAPATI, whose address is 730 Rialto, Venice, Florida 34285, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the 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 said office open.



RAO GUDAPATI, Registered Agent

FILED
98 APR 28 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA