

P99000021075

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

900002796879--2

-03708/99--01001--008

*****78.75 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

Walk in
 Mail out

Pick up time
 Will wait

ASAP
 Photocopy

Certified Copy
 Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Disolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

RECEIVED
99 MAR -5 PM 4:07
DEPARTMENT OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

FILED
99 MAR -5 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DMS
3/8/99

Banker's Initials

ARTICLES OF INCORPORATION

OF

DR. NORA DANIEL PEDIATRICS, P.A.

FILED
99 MAR - 5 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a Professional Service Corporation, for profit, under the laws of the State of Florida.

ARTICLE I

The name of the corporation is DR. NORA DANIEL PEDIATRICS, P.A.

ARTICLE II

1. The corporation is organized solely for the purpose of conducting the practice of Pediatric Medicine and then only through persons qualified to practice Pediatric Medicine in the State of Florida. Such persons shall practice Pediatric Medicine in accordance with all rules and standards promulgated for the profession.

2. The corporation may exercise the powers and privileges now or hereafter conferred upon corporation by Florida Law only in furtherance of and subject to the limitations stated in the preceding paragraph.

3. The corporation may invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property deemed proper for the rendering of Pediatric medicine.

4. The corporation may do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

5. The foregoing paragraphs shall be construed as enumerating both objects and purposes for the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares of common stock, each share having a \$1.00 par value.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The name and mailing address of the Incorporator is:

Nora L. Daniel
159 Confederate Point Road
Palatka, Florida 32177

ARTICLE VI

The powers of the Incorporator shall terminate upon the filing of this certificate. The names and addresses of the initial Board of Directors, who shall serve until the first meeting of the shareholders and until their respective successors are elected and qualified, shall be one in number and shall be as follows:

Nora L. Daniel
159 Confederate Point Road
Palatka, Florida 32177

ARTICLE VII

All shareholders of the Corporation shall be persons duly licensed to practice Pediatric Medicine in the State of Florida. They shall also be individuals who, except for the time spent for illness, accident, in the armed services, on vacations, and on leaves of absence not to exceed one year, are actively engaged in the practice of Pediatric Medicine in the Offices of the Corporation.

ARTICLE VIII

The business of the Corporation shall be managed by the Stockholders of the Corporation who shall act as the Board of Directors.

ARTICLE IX

The name and street address of the first stockholder, who shall act as the first Board of Directors:

Nora L. Daniel
159 Confederate Point Road
Palatka, Florida 32177

ARTICLE X

The initial registered agent of this corporation shall be:

Nora L. Daniel
159 Confederate Point Road
Palatka, Florida 32177

ARTICLE XI

The initial corporate offices shall be located at 159 Confederate Point Road, Palatka, Florida 32177.

ARTICLE XII

The corporation reserves the right to amend, alter or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the Statutes of Florida, and all rights and powers conferred on Directors and Stockholders herein granted are subject to this reservation. A majority vote of all members present and entitled to vote at a duly constituted meeting called for that purpose shall be necessary to amend these Articles of Incorporation. The ownership of fractional shares of stock is prohibited.

ARTICLE XIII

The Board of Directors is expressly authorized to make, alter or repeal By-Laws of the corporation. Action shall be by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

ARTICLE XIV

The private property of the Stockholders of the corporation shall not be subject to the payment of corporate debts.

ARTICLE XV

No person shall be liable to the corporation for any loss or damage suffered by it on account of any action taken or omitted to be taken by him as a director or officer of the corporation in good faith, if such person (has) exercised or used the same degree of diligence, care and skill as an ordinarily prudent man would have exercised or (ii) took, or omitted to take, such action in reliance upon advise of counsel for the corporation, or upon statements made or which he had reasonable grounds to believe to be true because they were made by officers or employees of the corporation, or were based upon a financial statement of the corporation prepared by an officer or employee of the corporation in charge of its accounts, a certified public accountant or a firm of certified public accountants.

ARTICLE XVI

The corporation may indemnify every person, his heirs, executors and administrators, against any and all judgments, fines, amounts in settlement and reasonable expenses, including attorney's fees, incurred by him in connection with any claim, action, suit or proceeding (whether actual or threatened, brought by or in the right of the corporation or otherwise, (civil, criminal, administrative or investigative, including appeals), to which he may be or is made a party by reason of his being or having been a director or officer of the corporation or at its request, or any other corporation owned or controlled by this corporation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do make, file and record this Certificate, and certify that the facts herein stated are true.

Dated at Palatka, Florida, this 4th day of March, 1999.

Nora L. Daniel

NORA L. DANIEL
159 Confederate Point Road
Palatka, Florida 32177

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument was acknowledged before me March 4, 1999,
by Nora L. Daniel.

Signature of Notary Public: Lew Merryday

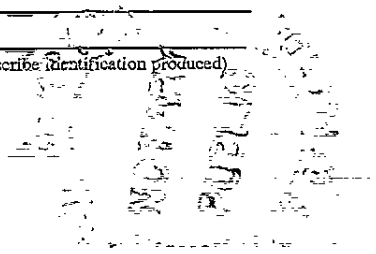
Print, Type or Stamp Commissioned Name: LEW MERRYDAY
Commission #: _____ Date Commission Expires: _____



LEW MERRYDAY
MY COMMISSION # GC463378 EXPIRES
June 26, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

(Check one) Personally known or produced identification
Type of Identification Produced: FLDL# D540-632-59-970-0

(recommend driver's license, or other picture I.D.) (please include State of issuance, I.D. number or otherwise adequately describe identification produced)



DR. NORA DANIEL PEDIATRICS, P.A.
DESIGNATION OF REGISTERED OFFICE
AND REGISTERED AGENT

FILED

99 MAR -5 AM 8:52

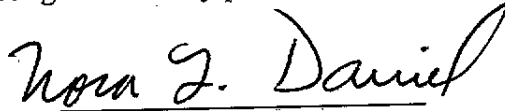
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is DR. NORA DANIEL PEDIATRICS, P.A.
2. The name and address of the registered agent is Nora L. Daniel, 159 Confederate Point Road, Palatka, Florida 32177.
3. The address of the registered office is 159 Confederate Point Road, Palatka, Florida 32177.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



NORA L. DANIEL
159 Confederate Point Road
Palatka, Florida 32177