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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

RBM, M.D., P.A.

Certificate of Status	1
Certified Copy	1
Page Count	06
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ARTICLES OF INCORPORATION
(Professional Corporation)

OF

RBM, M.D., P.A.

The undersigned incorporator, for the purpose of forming a Corporation for profit pursuant to Chapter 607 Florida Statutes and under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation for the purpose of forming a professional corporation for the licensed practice of medicine.

ARTICLE I - NAME

The name of this Corporation is:

RBM, M.D., P.A.

ARTICLE II - TERM OF EXISTENCE

The term or existence of the Corporation is perpetual.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in the practice of medicine and any activity or business permitted under the laws of the United States and the State of Florida including but not limited to the following:

Prepared by:
Gregory S. Band, Esquire
Levin and Tannenbaum P.A.
1880 Fruitville Road #102
Sarasota, Fl. 34236
941-316-0111
Fl. Bar # 869902

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(a) To purchase, lease, or otherwise acquire, to own, hold and operate, and to sell, convey, mortgage, pledge, employ, or otherwise dispose of encumber, or invest in such real estate, mortgages, stocks, bonds and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business and in connection with any other proper business activity in which the Corporation may engage.

(b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.

(c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the Corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, limited liability company, or joint venture with any other individuals, firms, corporation, or entities, and to become a shareholder in any corporation for profit or other business entity, and to become a member of any association, nonprofit corporation or other entity.

(e) To carry on any other business in connection with any incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida, with all the powers conferred on corporations by the laws of the State of Florida.

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(f) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact bylaws to carry these restrictions into effect.

(g) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporation purpose or the attainment of any of the objectives or the furtherance of any of the powers, set forth in these Articles of Incorporation, incidental to, pertaining to or growing out of its professional business or otherwise, and at the times to comply with the provision of the Florida Professional Service Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 1961 Floyd Street, Suite B, Sarasota, Florida 34239.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1961 Floyd Street, Suite B, Sarasota, Florida 34239, Florida and the registered agent at such office is Richard B. Malkin.

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ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Richard B. Malkin
1961 Floyd St., Suite B
Sarasota, FL 34239

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

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ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Richard B. Malkin
1961 Floyd St., Suite B
Sarasota, FL 34239

The undersigned has executed these Articles this 27th day of April, 1999.


RICHARD B. MALKIN

"INCORPORATOR"

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process
Within This State, Naming Agent Upon Whom Process May Be Served

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

RBM, M.D., P.A.

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 1961 Floyd Street, Suite B, in the County of Sarasota, State of Florida, has named Richard B. Malkin of 1961 Floyd Street, Suite B, in the County of Sarasota, State of Florida, as its agent to accept service of process within this State.

Having been named as Registered Agent and to accept service of process for RBM, M.D., P.A. at the place designated in the Articles, 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.

4/27/99
Date

Richard B. Malkin
Richard B. Malkin,
Registered Agent

DATA\GREG\MALKIN\ARTICLE

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