

21301 Powerline Road, Suite 310 Boca Raton, Florida 33433 (561) 883-2722 Fax: 883-2297

December 10, 1999

500003068435---6 -12/14/99--01904--094 *****78.75 ******78.75

Division of Corporations P@ Box 6327 Tallahassee, Florida 32314

RE: MARYLOU PAULO-FRANCISCO, D.P.M., P.A.

Dear Clerk:

With reference to the above-captioned matter, enclosed please find a set of Articles of Incorporation. Please file the articles as soon as possible and return a certified copy to me. I have enclose a check for \$78.75, representing your fee for same.

Thank you for your assistance in this regard. If you have any questions, please call me.

Very truly yours,

DEBORAH A. ROTH, P.A.

Deborah A. Roth, Esquire

Encls.
DAR/RD

99 DEC 11, MH 8: 58
SECRETARY OF STATE
TALLANIASSEE, FI GROUP

12,00

ARTICLES OF INCORPORATION OF MARYLOU PAULO-FRANCISCO, D.P.M., P.A.

The undersigned natural person, who is licensed or otherwise legally authorized to practice the profession of PodiatricMedicine in the State of Florida intends to form a professional corporation in accordance with the Laws of Florida, hereby adopts the following Articles of Incorporation for such corporation:

<u>ARTICLE I - NAME</u>

The name of the corporation is: 'MARYLOU PAULO-FRANCISCO, D.P.M., P.A.

ARTICLE II - DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of Podiatric Medicine and Surgery as a professional corporation and to carry on services incident thereto. The practice of same are the exclusive professional services to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
- c. The professional services of this corporation shall be carried out only through officers, employees, and agents, duly authorized to practice same services in the State of Florida.

ARTICLE IV - CAPITAL STOCK

The total number of initial shares of stock which the corporation shall issue is 100 shares. Such shares shall be of a single class of common stock, and shall have a par value of one dollar (\$1.00) per share. The number of shares issued; class; voting power; and par value will be determined, from time to time, by the Board of Directors.

Each initial share, regardless, of class, shall be entitled to one vote on each matter submitted to a vote at the meeting of the shareholders.

ARTICLE V - PRINCIPAL OFFICE

The address of the corporation's principal office is:

4800 LINTON BLVD., E-315 DELRAY BEACH, FLORIDA 33445

ARTICLE VI - REGISTERED AGENT

The name of the initial registered agent of the corporation is:

MARYLOU PAULO-FRANCISCO, D.P.M. 4800 LINTON BLVD, E-315 DELRAY BEACH, FLORIDA 33445

ARTICLE VII - CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles as an Incorporator is:

MARYLOU PAULO-FRANCISCO, D.P.M. 4800 LINTON BLVD. E-315 DELRAY BEACH, FLORIDA 33445

ARTICLE IX - OFFICERS AND DIRECTORS

The corporation is to be managed by a Board of Directors. The number of directors constituting the initial Board of Directors is one, who shall be an officer of the corporation and the name and address of the initial director and officer is:

PRESIDENT, TREASURER and SECRETARY:

MARYLOU PAULO-FRANCISCO, D.P.M. 4800 LINTON BLVD. E-315 DELRAY BEACH, FLORIDA 33445

The initial director and officer shall hold office until the successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial Board of Directors shall be the authorized number of directors until such number is changed by the bylaws, duly adopted by the shareholders.

ARTICLE X - BYLAWS

The initial director shall submit the proposed bylaws at a meeting to be held for that purpose. Following the adoption of bylaws by, the internal affairs of the corporation are to be regulated and managed in accordance wit such bylaws. The power to alter, adopt or amend such bylaws shall be in the power of the Board of Directors and Shareholders.

<u> ARTICLE XI - DISSOLUTION</u>

The corporation may be dissolved at any time in accordance with the Bylaws and the applicable provisions of Florida Statutes.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, at any time, by vote of the majority of the voting stock of the corporation, at any regular meeting or at any special meeting of the stockholders

called for that purpose.

In witness hereof, I, the undersigned incorporator of this corporation have executed these articles of incorporation on <u>December 10</u>, 1999.

MARYLOU PAULO FRANCISCO, D.P.M.

STATE OF FLORIDA COUNTY OF PALM BEACH

Before me, the undersigned authority, an officer of duly authorized to administer oaths and take acknowledgments, personally appeared MARYLOU PAULO FRANCISCO, D.P.M., known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 10th day of December, 1999 at Boca Raton, Palm

Beach County, Florida.

NOTARY PUBLIC State of Florida at Large

My commission expires:

DEBORAH A. ROTH
Print, Type or Stamp Name of Notary

() personally known to me, or
() Produced identification:

DEBORAH A. ROTH Notary Public, State of Florida My comm. exp. Jan. 31, 2003 Comm. No. CC796449

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, MARYLOU PAULO-FRANCISCO, D.P.M., whose address is stated below, being and the same as that MARYLOU PAULO-FRANCISCO, D.P.M. designated in the Articles of Incorporation of MARYLOU PAULO-FRANCISCO, D.P.M., P.A.; whose principal place of business is 4800 LINTON BLVD., E-315, DELRAY BEACH, FLORIDA, 33445, do hereby accept the appointment as the Registered Agent, and am familiar with and accept my duties as Registered Agent, in accordance with Chapter 607 of the Florida Statutes.

Dated this 10TH day of DECEMBER 1999.

MARYLOU PAULO-FRANCISCO, REGISTERED AGENT

4800 LINTON BLVD., E-315

DELRAY BEACH, FLORIDA 33445

MARYLOU PAULO-FRANCISCO, D.P.M.

FILED

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SECRETARY OF STATE
TALL AHASSEE FLOWER