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Division of Corporations

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Florida Department of State

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Page 3 of 4 12520(1):18
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SECRETAL SEE, FLORIO GORDON A. SASKIN, M.D., P.A.

CHANGING NAME TO

The undersigned, being the President and Secretary of GORDON A. SASKIN, M.D., P.A., a Florida corporation, hereby certifies that the following amendment to the Articles of Incorporation was duly adopted by DEVORAH B. SASKIN AS PERSONAL REPRESENTATIVE OF THE ESTATE OF GORDON A. SASKIN, DECEASED, who is the sole Shareholder of the Corporation, and by DEVORAH B. SASKIN, who is the sole Director of the Corporation, by unanimous written actions by consent in lieu of special meetings effective December 3, 2011, and the number of votes cast for the amendment by the sole Shareholder and the sole Director was sufficient for approval:

GORDON A. SASKIN, INC.

AMENDMENT

- A. The name of this Corporation prior to this amendment is GORDON A. SASKIN, M.D., P.A. The name of this Corporation after this amendment to GORDON A. SASKIN, INC.
- B. The Articles of Incorporation are deleted in their entirety and amended to read as follows for the purpose of converting the corporation from a professional service corporation under Florida Statutes Chapter 621 to a Florida business corporation under Florida Statutes Chapter 607, as amended from time to time (the "Act"):
- 1. Name. The name of the Corporation is GORDON A. SASKIN, INC.
- 2. **Principal Place of Business and Mailing Address**. The street address of the principal office and the mailing address of the Corporation is 100 Second Avenue South #102N, St. Petersburg, Florida 33701.
- 3. **Registered Office and Registered Agent**. The street address of the Registered Office of the Corporation is 100 Second Avenue South #102N, St. Petersburg, Florida 33701, and the name of its Registered Agent at that address is JAMES W. MARTIN.
- 4. **Shares**. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue 100 common shares having a par value of \$1 per share.
- 5. **Duration**. The duration (term) of the Corporation is perpetual.
- 6. **Purpose**. The Corporation is organized for any lawful purpose under Florida Statutes Chapter 607.
- 7. **Board of Directors.** The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). Each Director shall be elected by majority vote of the Shareholders in the manner and at the times set forth in the Bylaws. A Director may be removed from office in accordance with the Act and the Bylaws. The names and addresses of the sole Director is as follows: DEVORAH B. SASKIN, 101 Brookhill Drive, Hockessin, Delaware 19707.
- 8. **Officers**. The Officers of the Corporation shall consist of a President, a Secretary, a Treasurer, and such other Officers and Assistant Officers as may be provided for in the

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Page 4 of 4 12/5/2011 6:18

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Bylaws or by resolution of the Board of Directors. A Vice President is allowed but not required. Each Officer shall be elected by majority vote of the Board of Directors at such time and in such manner as may be prescribed by the Bylaws or by law. The names, titles and addresses of the present Officers are as follows:

- a. President: DEVORAH B. SASKIN, 101 Brookhill Drive, Hockessin, Delaware 19707
- b. Secretary: DEVORAH B. SASKIN, 101 Brookhill Drive, Hockessin, Delaware 19707
- c. Treasurer: DEVORAH B. SASKIN, 101 Brookhill Drive, Hockessin, Delaware 19707
- 9. **Bylaws**. The Bylaws of the Corporation shall be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner set forth in the Bylaws.
- 10. **Indemnification**. The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Section 607.0850.
- 11. Amendment. These Articles of Incorporation may be amended by the Board of Directors at a meeting of the Board of Directors by a majority vote of all of the Directors then in office. Articles of amendment shall be filed with the Florida Department of State in accordance with the Act.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment to Articles of Incorporation on December 3, 2011.

DEVORAH B. SASKIN, as President and Secretary

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Florida Statutes Section 607.0501, the undersigned Corporation organized under the business corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. The name of the corporation is: GORDON A. SASKIN, INC.

2. The name and address of the registered agent and registered office are: JAMES W. MARTIN, 100 Second Avenue South #102N, St. Petersburg, FL 33701.

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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.

DATED December 3, 2011

JAMES W. MARTIN, as Registered Agent