

601290

GRAYHARRIS
ATTORNEYS AT LAW

FILED
02 AUG 13 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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August 13, 2002

E-MAIL ADDRESS

*Amended &
Restated &
Name
Change*

Via Hand Delivery

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

To Whom It May Concern:

Enclosed for filing, please find **AMENDED AND RESTATED ARTICLES OF INCORPORATION**, along with a check in the amount of **\$43.75** for the applicable filing fees and fees to obtain a **CERTIFIED COPY** for the following entity:

LEESBURG FAMILY MEDICINE, P.A.
Document Number: 601290

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*****43.75 *****43.75

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Jill May

Jill W. May, Paralegal

/jwm
Enclosures

RECEIVED
02 AUG 13 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Ref
8/13/02*

**AMENDMENT AND RESTATEMENT
OF THE ARTICLES OF INCORPORATION OF
LEESBURG FAMILY MEDICINE, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Jeffrey Robinson, President of LEESBURG FAMILY MEDICINE, INC., a Florida professional corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes this Amendment and Restatement of the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is LEESBURG FAMILY MEDICINE, P.A.

ARTICLE SECOND: The amendment and restatement of the Articles of Incorporation of the Corporation reflected herein were duly adopted by the Shareholders and Board of Directors of the Corporation by Joint Unanimous Written Consent, executed on August 8, 2002, in accordance with Sections 617.0704 and 617.0821 of the Florida General Corporation Act.

ARTICLE THIRD: The effective date of these Amended and Restated Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

ARTICLE FOURTH: The Amended and Restated Articles of Incorporation of the Corporation shall provide as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

ARTICLE I - NAME

The name of this corporation shall be:

R & F PROPERTIES OF LAKE COUNTY, INC.

ARTICLE II - ADDRESS

The principal office of the corporation is 802 East Dixie Avenue, Leesburg, Florida 34748.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 6,000 shares of \$1.00 par value common stock.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is:

802 East Dixie Avenue
Leesburg, Florida 34748

The name of the registered agent of this corporation at that address is:

Jeffrey Robinson

ARTICLE VII - BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have two (2) directors who shall be shareholders of this Corporation. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The names and addresses of the directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Jeffrey Robinson	802 E. Dixie Avenue Leesburg, Florida 34748	Director/ President

Larry Foster

802 E. Dixie Avenue
Leesburg, Florida 33748

Director/
Vice President/
Secretary/Treasurer

ARTICLE X - INCORPORATOR

The names and addresses of the persons who signed the original Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Bergon F. Brokaw, M.D.	802 E. Dixie Avenue Leesburg, Florida 34748
J. William Elmer, M.D.	802 E. Dixie Avenue Leesburg, Florida 34748

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, Jeffrey Robinson, President of the Corporation, has hereunto set his hand this 8 day August, 2002.



Jeffrey Robinson