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COR AMND/RESTATE/CORRECT OR O/D RESIGN
DRS. CARITHERS, THRELKEL, COLYER, BAKER & CHEEK

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
DRS. CARITHERS, THRELKEL, COLYER, BAKER & CHEEK, P.A.**

1. The Articles of Incorporation of Drs. Carithers, Threlkel, Colyer, Baker & Cheek, P.A., a Florida corporation formerly known as Drs. Carithers, Carithers & Threlkel, P.A. (the "Corporation"). were filed on May 18, 1972 and assigned document number 603525.

2. These Amended and Restated Articles of Incorporation are submitted to amend and restate the Articles of Incorporation of the Corporation in its entirety to read as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
DRS. CARITHERS, THRELKEL, COLYER, BAKER & CHEEK, P.A.**

**Article I
Name**

The name of this corporation is Drs. Carithers, Threlkel, Colyer, Baker & Cheek, P.A. (the "Corporation").

**Article II
Principal Office and Mailing Address**

The address of the principal office and mailing address of the Corporation is 2121 Park Street, Jacksonville, FL 32204.

**Article III
Capital Stock**

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares.

**Article IV
Registered Office and Agent**

The street address of the registered office of the Corporation is 2121 Park Street, Jacksonville, FL 32204 and the name of the registered agent of the Corporation at that address is Anne T. Eggar, M.D.

**Article V
Directors**

1. The number of directors of the Corporation (the "Directors") may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The manner of selection of Directors shall be as provided in the Bylaws.

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2. The names and street addresses of the current members of the Board of Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Anne T. Egan, M.D.	2121 Park Street, Jacksonville, FL 32204
Raoul A. Sanchez, M.D.	2121 Park Street, Jacksonville, FL 32204
Wendy V. Sapolsky, M.D.	2121 Park Street, Jacksonville, FL 32204
Kimberly Holmes Dal Porto, M.D.	2121 Park Street, Jacksonville, FL 32204
Andreae A. Shaw, M.D.	2121 Park Street, Jacksonville, FL 32204
Clara Chanley Dudley, M.D.	2121 Park Street, Jacksonville, FL 32204
Letisha Brazile Jefferson, M.D.	2121 Park Street, Jacksonville, FL 32204
Caroline P. Williams, M.D.	2121 Park Street, Jacksonville, FL 32204
Derrick G. Owens, M.D.	2121 Park Street, Jacksonville, FL 32204

3. If any vacancy occurs in the Board of Directors during a term, such vacancy shall be filled pursuant to the terms of the Bylaws.

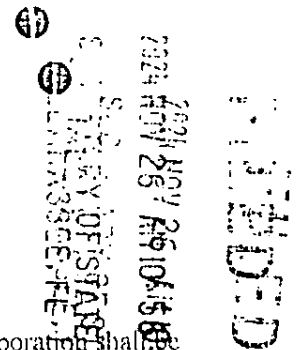
Article VI **Officers**

The officers of the Corporation are as follows:

<u>Title</u>	<u>Name</u>
President	Anne T. Egan, M.D.
President	Raoul A. Sanchez, M.D.
Treasurer	Wendy V. Sapolsky, M.D.

Article VII **Bylaws**

The power to adopt, amend or repeal bylaws for the management of the Corporation shall be vested in the Board of Directors or the shareholders of the Corporation (the "Shareholders") but the Board of Directors may not amend or repeal any bylaw adopted by the Shareholders if the



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Shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

Article VIII
Purpose

The Corporation is formed for the purpose of providing medical services and any other lawful business that may be engaged in by a professional association under Florida law, as may be amended from time to time.

Article IX
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 26th day of December, 2024.

DocuSigned by:

Raoul A. Sanchez, M.D.

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Raoul A. Sanchez, M.D., President

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501, 607.0505 and 621.13, Florida Statutes, the following is submitted:

Drs. Carithers, Threlkel, Colyer, Baker & Cheek, P.A. desiring to organize or qualify under the laws of the State of Florida hereby designates Anne T. Egan, M.D., as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 2121 Park Street, Jacksonville, FL 32204.

Dated: December 26, 2024.

DocuSigned by:

Raoul A. Sanchez, M.D.

BE44EA642108490

Raoul A. Sanchez, M.D., President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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 26, 2024.

Signed by:

Anne T. Egan, M.D.

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Anne T. Egan, M.D., Registered Agent

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