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DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017
Date: 11-26-14
Requestor Name: Carlton Fields Jordan Burt, P.A.
Address: Post Office Drawer 190
Tallahassee, Florida 32302
Telephone: (850) 513-3619 - direct
(850) 224-1585
Contact Name: Kim Pullen, CP, FRP

Corporation Name:

Mario Markelis and Steven J. Rapp
M.D.'s, P.A.

Email Address:

Entity Number:

679398

Authorization:

Kim Pullen

1st And
Restated
Articles
Certified Copy

____ Certificate of Status

____ New Filings

____ Plain Stamped Copy

____ Annual Report

____ Fictitious Name

____ Amendments

____ Registration

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Client:

07290

Matter:

13029

Name:

R. Bachman

Office:

TPA

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679398
Kim Pullen

14 NOV 26 AM 11:14
DIVISION OF CORPORATE AFFAIRS

RECEIVED

____ Certificate of Status

____ New Filings

____ Plain Stamped Copy

____ Annual Report

____ Fictitious Name

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(X) Call When Ready

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Client: 07290

Matter: 13029

Name: R. Bachman

Office: TPA

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14 NOV 26 AM 10:29

**FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF**

MARIO MARKELIS AND STEVEN J. RAPP, M.D.'s, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Mario Markelis and Steven J. Rapp, M.D.'s, P.A., a Florida professional corporation, incorporated July 23, 1980, under Document No. 679398, hereby adopts the following First Amended and Restated Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is MARIO MARKELIS AND STEVEN J. RAPP, M.D.'S, P.A.

ARTICLE II

Present Principal Office and Mailing Address

The corporation's present principal office and mailing address is 2500 E. Hallandale Beach Blvd., Suite QR, Hallandale, FL 33009.

ARTICLE III

Shares

The corporation shall have authority to issue 5,000 common shares, \$1.00 par value.

ARTICLE IV

Registered Agent and Office

The street address of its present registered office is: 2500 E. Hallandale Beach Blvd., Suite QR, Hallandale, FL 33009, and the name of its present registered agent at that address is Steven J. Rapp, M.D.

ARTICLE V

Purpose

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States, Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act including, but not limited to: (i) to engage in every aspect of the practice of medicine that a Doctor of Medicine, duly licensed under the laws of the State of Florida is authorized to; (ii) to render the professional service involved only through its officers, agents and employees who are duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the corporation; (iii) to invest its funds in real estate, mortgages, stocks, bonds and any other types of investments; (iv) to own real and personal property necessary for the rendering of the professional services hereby authorized; and (v) to do all and everything necessary or convenient to effect any of its purposes.

ARTICLE VI
Indemnification

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the corporation or serves or served any other enterprises at the request of the corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE VII
Perpetual Existence

The corporation shall have perpetual existence.

ARTICLE VIII
Amendment

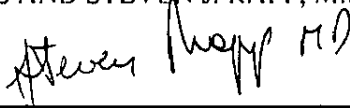
These articles of incorporation may be amended in the manner provided by law.

ARTICLE IX
Adoption

The First Amended and Restated Articles of Incorporation of Mario Markelis and Steven J. Rapp, M.D.'s, P.A. were adopted by unanimous written consent of both the Board of Directors and the sole shareholder of the corporation on November 25, 2014. The number of votes cast for the First Amended and Restated Articles of Incorporation was sufficient for its approval. The amendments contained herein do not provide for an exchange, reclassification, or cancellation of issued shares.

The undersigned has signed these First Amended and Restated Articles of Incorporation as of this 25th day of November, 2014.

MARIO MARKELIS AND STEVEN J. RAPP, M.D.'S, P.A.

By: 
Steven J. Rapp, M.D., President