744617

600384469636

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

C O R P O R A T I O N N O T F O R P R O F I T

Word Processing: October 18, 1978 By: sl

Updating: 10-19-78 By: AW

A notification letter was mailed to: Mr. Fred H. Steffey, Esq.
P.O. Box 4099
Jacksonville, FL 32202
Money acknowledged: $38.00
Processor File # 221

Corporation Name: UNIVERSITY HOSPITAL ACADEMIC FUND, INC.

Filing Date: October 17, 1978

Charter Number: 744617

744617

OCT 17 2 31 PM 1978

FILED DEPT OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

MAHONEY HADLOW & ADAMS
ATTORNEYS AND COUNSELLORS
JACKSONVILLE · MIAMI · TALLAHASSEE
BARNETT BANK BUILDING
100 LAURA STREET
POST OFFICE BOX 4099
JACKSONVILLE, FLORIDA 32202
(904) 354-1100
FRED H. STEFFEY

October 10, 1978

T.C.

Department of State
Division of Corporations
Capitol Building
Tallahassee, Florida 32304

R45855

Re: Incorporation of University Hospital Academic Fund, Inc. (A Nonprofit Corporation)

Gentlemen:

Enclosed for filing is the duly executed original of the articles of incorporation of the above referenced corporation, together with a duplicate original to be certified and returned to me, including a designation of registered agent.

Also enclosed is our firm's check in the amount of $38 to cover the following filing fees:

Filing Fee	$30.00
Certified copy of charter	5.00
Designation of Registered Agent	3.00
	$38.00

If you have any questions concerning this proposed incorporation, please let me know.

Sincerely,

Fred H. Steffey

FHS/ds
Enclosures

PRIVILEGE TAX
C. TAX
FILING 30
C. COPY 5
R. A. FEE 3
P. COPY
SEARCH
TOTAL 38
BALANCE DUE

Oct 17 2 ... PM 1979
FLORIDA ... OF STATE
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

744617

UNIVERSITY HOSPITAL ACADEMIC FUND, INC.

(A Nonprofit Corporation)

The undersigned hereby associate themselves to form a corporation for charitable, scientific, literary and educational purposes under the provisions of Part I of Chapter 617 of the Florida Statutes, and for these purposes they adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be: UNIVERSITY HOSPITAL ACADEMIC FUND, INC. (A Nonprofit Corporation). The principal office and place of business of the corporation shall be 1833 Boulevard, Jacksonville, Duval County, Florida.

ARTICL[illegible]

PURPOSES, LIMITATIO[illegible] [illegible]ISSOLUTION

Section 1. Purposes. Th[illegible] corporation is organized and shall be operated exclusively for charitable, scientific, literary and educational purposes in the city of Jacksonville, Florida, and for furthering the University Hospital of Jacksonville's relationships with the University of Florida Health Center and the Jacksonville Health Educational Program, and not for pecuniary profit, including, promoting medical and dental research and education; encouraging capable physicians, dentists, educators and scientists to conduct research; developing new techniques in medical and dental research, teaching and treatment; applying for, receiving and disbursing funds and grants which are available for medical and dental research and education; discovering and developing medical and dental research projects and providing the proper staffing and financing for these projects; publishing and otherwise disseminating the results of medical and dental research undertaken either by the corporation or under its direction; making financial and other types of contributions and assistance to and for the benefit of medical, dental, scientific and educational organizations, including loans, scholarships, fellowships and other grants and aids.

Section 2. Limitations on Actions. All of the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto and all of the powers of the corporation shall be exercised exclusively for such purposes. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The corporation shall not carry on any activities not permitted to be carried by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws).

Section 3. Dissolution. Upon dissolution of this corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to University Hospital of Jacksonville Attending Staff Foundation provided that such foundation is then exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws). In the event that such foundation is not in existence or is not exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by the Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), as may be selected by the last Board of Trustees and approved by the Duval County Hospital Authority, and none of the assets shall be distributed to any members, officers or directors of this corporation.

ARTICLE III

POWERS

Subject to the restrictions and limitations set forth in Article II, the corporation shall have all the powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the state of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the state of Florida, and to make donations for the public welfare and for charitable, scientific and educational purposes.

ARTICLE IV

MEMBERSHIP

Section 1. Qualification. The Medical Director, each full-time chairman of a medical or dental department of University Hospital of Jacksonville and each full-time member of the Medical Staff of University Hospital of Jacksonville shall be eligible for membership in the corporation in accordance with the terms & provisions of the bylaws of the corporation. The original subscribers to these Articles of Incorporation shall be the initial members of the corporation.

Section 2. Termination. The membership of any member may be terminated as shall be provided in the bylaws of the corporation.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the state of Florida.

ARTICLE VI

SUBSCRIBERS

The name and residence of each subscriber to these Articles of Incorporation are as follows:

Ronald M. Rhatigan, M.D.	2415 Castellon Drive Jacksonville, Florida 32217
Marshall Horowitz, M.D.	3667 Rustic Lane Jacksonville, Florida 32217
Sidney Levin, M.D.	4994 Empire Avenue Jacksonville, Florida 32207

ARTICLE VII

OFFICERS

Section 1. Number. The affairs of the corporation are to be managed by a Chairman of the Board of Trustees, one or more Vice Chairmen of the Board of Trustees, a Secretary, a Treasurer, an Administrative Director and such other officers as may be provided in the bylaws. The offices of Secretary and Treasurer may be consolidated and held by one person. It shall not be necessary for officers of the corporation to be members of the corporation.

Section 2. Manner of Election. The officers of the corporation shall be elected or appointed as provided in the bylaws.

Section 3. Names of First Officers. The names of the persons who are to serve as officers of the corporation initially and until their successors are duly elected or appointed are:

Chairman of the Board of Trustees	Ronald M. Rhatigan, M.D.
Vice Chairman of the Board of Trustees	A. Walter Hirshberg
Secretary and Treasurer	Barry S. Sinoff
Administrative Director	Stewart Goldberg

ARTICLE VIII

BOARD OF TRUSTEES

Section 1. Number. The Board of Trustees of the corporation shall consist of not less than seven (7) nor more than eleven (11) persons who shall be elected or appointed as provided in the bylaws. It shall not be necessary for members of the Board of Trustees to be members of the corporation.

Section 2. Names and Addresses of First Members of the Board of Trustees. The names and addresses of the persons who are to serve as trustees of the corporation until the election or appointment of their successors are as follows:

Name	Address
Ronald M. Rhatigan, M.D.	2415 Castellon Drive Jacksonville, Florida 32217
Marshall Horowitz, M.D.	3667 Rustic Lane Jacksonville, Florida 32217
Sidney Levin, M.D.	4994 Empire Avenue Jacksonville, Florida 32207
Harry S. Sinoff	9435 Ponder Road Jacksonville, Florida 32217
A. Walter Hirshberg	8444 San Jose Boulevard Jacksonville, Florida 32217
John I. Bishop	3100 University Boulevard, S. Jacksonville, Florida 32216
Julian E. Fant, Jr.	4619 Algonquin Avenue Jacksonville, Florida 32210
Hobart H. Joost	3601 River Hall Drive Jacksonville, Florida 32217

Section 3. Executive Committee. The Board of Trustees may, pursuant to a resolution adopted by a majority of all of the members of the Board, designate three (3) or more of its members

to constitute an executive committee, which, to the extent provided in such resolution, may exercise the powers of the Board of Trustees.

ARTICLE IX

STOCK AND DIVIDENDS PROHIBITED

The corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers or trustees, and the private property of its members shall not be liable for any obligations of the corporation.

ARTICLE X

BYLAWS

The bylaws of the corporation shall be made, altered or rescinded by a vote of two-thirds (2/3) of all the members of the Board of Trustees.

ARTICLE XI

AMENDMENT

Amendments to these Articles of Incorporation may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Trustees.

ARTICLE XII

OFFICE AND REGISTERED AGENT

Stewart Goldberg, whose office is located at 1833 Boulevard, Jacksonville, Duval County, Florida 32206, is designated as the Registered Agent to accept service of process for the corporation within this state, and said Agent's acceptance is endorsed hereon.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation for the purposes therein set forth, all as of the 29 day of September, 1978.

Ronald M. Rhatigan, M.D.

Marshall Horowitz, M.D.

Sidney Levin, M.D.

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Personally appeared before me, the undersigned authority, RONALD M. RHATIGAN, M.D., MARSHALL HOROWITZ, M.D., and SIDNEY LEVIN, M.D., to me well known and who acknowledged before me that they are parties to the above and foregoing Articles of Incorporation, and further acknowledged the said Articles of Incorporation to be their act and deed as the signers thereof, and that the facts therein contained are true.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 29 day of September, 1978.

Suzanne L. Crosby
Notary Public, State of Florida
at Large

My commission expires: September 15, 1982

REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for University Hospital Academic Fund, Inc. (A Nonprofit Corporation), at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

Stewart Goldberg
Stewart Goldberg
Registered Agent

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS $10.

CORPORATION ANNUAL REPORT

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1979

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

FILED
MAY 9 8 00 AM '79
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1 Name and Address of Corporation Principal Office

744617
UNIVERSITY HOSPITAL ACADEMIC FUND
1333 BOULEVARD
JACKSONVILLE, FL. 32206

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2 Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address

P.O. Box No.

City

State | Zip Code

3 Date Incorporated or Qualified To Do Business in Florida: 10/17/1978

4 Federal Employer Identification Number (FEIN): New Corporation Applying to IRS

5 Date of Last Report: New Corporation 1978

6 Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
RHATIGAN, RONALD M.	P/D	2415 CASTELLON DR.	JACKSONVILLE, FL.
HIRSHBERG, A.WALTER	V/D	8444 SAN JOSE BLVD.	JACKSONVILLE, FL.
SIKOFF, BARRY S.	S/T/D	9435 PONDER ROAD	JACKSONVILLE, FL.
HORWITZ, MARSHALL	D	3667 RUSTIC LANE	JACKSONVILLE, FL.
LEVIN, SIDNEY	D	4994 EMPIRE AVE.	JACKSONVILLE, FL.
BISHOP, JOHN I.	D	3100 UNIVERSITY BLVD.S.	JACKSONVILLE, FL.
Goldberg, Stewart A.	Sec.	9448 Beauclerc	Jacksonville, Fla.

7 Registered Agent Information

Name
GOLDBERG, STEWART

Street Address (Do NOT Use P.O. Box Number)
1333 BOULEVARD Suite 500

City, State and Zip Code
JACKSONVILLE, FL. 32206

If you wish to change Registered Agent on this form, enter all new information below

Name

Street Address (Do NOT Use P.O. Box Number)

City, State and Zip Code

DO NOT WRITE IN THIS SPACE

5-9-79

See signature restrictions under instructions on reverse side of this form.

Certify That I Am An Officer of the Corporation, the Receiver, or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Stewart Goldberg

Title: Secretary / Administrator

Telephone Number: (904) 358-3272 Ext. 2340

Date: January 2, 1979

NOTE: THE FILING FEE FOR THE 1979 ANNUAL REPORT IS $10.

03-29-79 2 5 437 1.00

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

1980

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

1 Name and Address of Corporation Principal Office

[illegible]
UNIVERSITY HOSPITAL ACADEMIC FUND
1-[illegible] BOULEVARD
JACKS[illegible]VILLE, FL. 32205

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2 Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient
Street Address
P.O. Box No
City
State | Zip Code

3 Date Incorporated or Qualified To Do Business in Florida: 1/17/1975

4 Federal Employer Identification Number (FEI#): 59-1867557

5 Date of Last Report: 1979

6 Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
[illegible]HATIGAN, [illegible]	P/[illegible]	2415 CASTELLON DR.	JACKSONVILLE, FL.
HIRSHBERG, [illegible] WALTER	V/[illegible]	9444 SAN JOSE BLVD.	JACKSONVILLE, FL.
SINCFF, [illegible] S.	S/T	09435 PONDER ROAD	JACKSONVILLE, FL.
HOROWITZ, MARSHALL	[illegible]	3667 RUSTIC LANE	JACKSONVILLE, FL.
[illegible]	[illegible]	[illegible]	[illegible] delete
BISHOP, [illegible]	[illegible]	3100 UNIVERSITY BLVD. S	JACKSONVILLE, FL.
SEE ATTACHED			

7 **Registered Agent Information**

Name: [illegible]
Street Address (Do NOT Use P.O. Box Number): 1833 BOULEVARD
City, State and Zip Code: JACKS[illegible]VILLE, FL. [illegible] 3[illegible]

To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of $3

8 **See signature restrictions under Instructions on reverse side of this form**

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Typed Name of Signing Officer: [illegible] A. Goldberg
Title: Administrator
Telephone Number: 1-5456
Signature: [signature]
Date: 4/4/80

DO NOT WRITE IN THIS SPACE
TB 4-17-80

[illegible]

Robinson, Andrew A.	D	7334 Richardson Ave.	Jacksonville, FL
Fant, Julian E. Jr.	D	4062 Timuquana Rd.	Jacksonville, FL
Joost, Hobart	D	3601 River Hall Dr.	Jacksonville, FL
Newman, Melvin	D	2105 Park St.	Jacksonville, FL

DATE 3/12/80 REMITTANCE ADVICE PAGE 1

ACADEMIC FUND
1033 BOULEVARD SUITE 50[illegible]
JACKSONVILLE, FLORIDA
POST OFFICE BOX 13157 32206

CHECK NO.
301740

NAME - - SECRETARY OF STATE

INVOICE DATE	DATE ENTERED	INVOICE NUMBER	P.O. NO.	CHARGES	DISCOUNTS	BALANCE
3/04/80	3/10/80	2031		10.00	.00	10.00

AMOUNT PAID-- 10.00

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

1981

THIS REPORT MUST BE ACCOMPANIED BY A $10 FEE

APPROVED AND FILED
APR 28 2 53 PM 1981
FLORIDA DEPT. OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

PLEASE STAPLE CHECK TO ANNUAL REPORT

1. Name and Address of Corporation Principal Office

744617
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD
JACKSONVILLE, FL. 32206

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address

P.O. Box No.

City

State Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 10/13/1976

4. Federal Employer Identification Number (FEIN):

5. Date of Last Report: 1980

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
RHATIGAN, RONALD M.	P/D	2415 CASTELLON DR.	JACKSONVILLE,
HIRSHBERG, A. WALTER	V/D	8444 SAN JOSE BLVD.	JACKSONVILLE, FL.
SIMOFF, BARRY S.	S/T/D	9435 PONDER ROAD	JACKSONVILLE, FL.
HOROWITZ, MARSHALL	D	3667 RUSTIC LANE	JACKSONVILLE, FL.
ROBINSON, ANDREW A	D	7334 RICHARDSON AVENUE	JACKSONVILLE, FL
BISHOP, JOHN I.	D	101 UNIVERSITY BLVD.S	JACKSONVILLE, FL.
Fant, Julian, Jr.	D	1234 King St.	Jacksonville, Fl
Joost, Robert	D	3733 University Blvd. W.	Jacksonville, Fl

7. Registered Agent Information

Name: GOLDBERG, STEWART

Street Address (Do NOT Use P.O. Box Number): 1833 BOULEVARD

City, State and Zip Code: JACKSONVILLE, FL. AN 32206

To change the Registered Agent and/or Registered Office a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of $3.

4/28 [initials]

8. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Typed Name of Signing Officer:

Title: Secretary / Administrator

Telephone Number:

Signature: Stewart Goldberg

Date: 12/29/80

DO NOT WRITE IN THIS SPACE

744617 04-28-81 2 3 613 10.00

Form COR 602 Rev. 10/1980

APR 13 1981

(Cont.)

Rose, Howard	D	1550 Riverside Ave.	Jacksonville, FL
Goldberg, Stewart	Sec. Administrator	1833 Boulevard, #500	Jacksonville, FL

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION ANNUAL REPORT 1982

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

George Firestone
Secretary of State

FILED

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of $10 Required — Make Checks Payable To: *Secretary of State*

1. Name and Address of Corporation's Principal Office

744617
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD
JACKSONVILLE, FL. 32206

2. Enter Change of Address of Corporation's Principal Office

Street Address

P.O. Box No.

City

State

3. Date Incorporated or Qualified To Do Business in Florida: 10/17/1978

4. Federal Employer Identification Number (FEIN):

5. Date of Last Report: 04/28/1981

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
RHATIGAN, RONALD H.	P/D	2415 CASTELLON DR.	JACKSONVILLE, FL.
HIRSHBERG, A.WALTER	V/D	8444 SAN JOSE BLVD.	JACKSONVILLE, FL.
~~SINOFF, BARRY S.~~	~~S/T/D~~	~~9435 PONDER ROAD~~	~~JACKSONVILLE, FL.~~
~~HOROWITZ, MARSHALL~~	~~D~~	~~3667 RUSTIC LANE~~	~~JACKSONVILLE, FL.~~
ROBINSON, ANDREW A	D	7334 RICHARDSON AVENUE	JACKSONVILLE, FL
BISHOP, JOHN I.	D	3100 UNIVERSITY BLVD.S	JACKSONVILLE, FL.
Stephenson, Gary	D	3318 Wilkshire Lane	Jacksonville, FL
Fisher, Michael	D	3521 Hedrick St.	Jacksonville, FL
Fant, Julian, Jr.	D	4062 Timuquana Rd.	Jacksonville, FL
Joost, Hobart	D	3601 River Hall Dr.	Jacksonville, FL
Scheffer, Robert	D	3416 Debussy Rd.	Jacksonville, FL
Goldberg, Stewart	(AS) S.	1833 Blvd.	Jax, Fl

Registered Agent Information

7. Name and Address of Current Registered Agent

GOLDBERG, STEWART
1833 BOULEVARD
JACKSONVILLE, FL. AW 32206

8. Name and Address of New Registered Agent

Name

Street Address (Do NOT Use P.O. Box Number)

City, State and Zip Code

9. Pursuant to the provisions of [illegible] the above named corporation organized under the laws of the State [illegible] submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

Such change was authorized by resolution duly adopted by its Board of Directors on ______

SIGNATURE ______ DATE ______
Registered Agent Accepting Appointment

$5.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Signature: [signature]

Date: January 7, 1982

Typed Name of Signing Officer: Stewart Goldberg

Title: Assistant Secretary

Telephone Number: 904-350-6741

DUE DATE ON OR AFTER JANUARY 1 AN[illegible] ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1983

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FILED
APR 1 11 50 AM '83
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of $10 Required — Make Checks Payable To: Secretary of State

744617
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD
JACKSONVILLE, FL. 32206

10/17/1976 N/A 04/23/1962

BISHOP, JOHN I	D	3100 UNIVERSITY LANE	JACKSONVILLE, FL 0000
RHATIGAN, RONALD M	P/D	2415 CASTELLON DR	JACKSONVILLE, FL 0000
XXXXXXXXXXXXXXXX	XXX	XXXXXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXXXXXXXX
HIRSHBERG, A WALTER	V/D	8444 SAN JOSE BLVD	JACKSONVILLE, FL 0000
ROBINSON, ANDREW A	D	7334 RICHARDSON AVE	JACKSONVILLE, FL 0000
GOLDBERG, STEWART	A/S	1833 BLVD	JACKSONVILLE, FL 0000

Registered Agent Information

GOLDBERG, STEWART
1833 BOULEVARD
JACKSONVILLE, FL. AW 32206

$3.00 additional fee required for Registered Agent changes

AMH APR 01 1983

Stewart Goldberg

Stewart Goldberg Assistant Secretary 1/3/83 904+350-6741

FILED

JAN 16 9 27 AM '85

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PRINTOUT SENT

LETTER SENT

CUS SENT

REINSTATEMENT
FILED 1/16/85

INVOLUNTARILY
DISSOLVED 11/21/84

University Hospital Academic Fund, Inc.

REINSTATEMENT 15

CUS

REGISTERED AGENT

OVERPAYMENT

72 Privilege Tax

006 6765 1/28/85 15.00

73 Annual Report

74 Annual Report

75 Annual Report

76 Annual Report

77 Annual Report

78 Annual Report

79 Annual Report

80 Annual Report

81 Annual Report

82 Annual Report

83 Annual Report

84 Annual Report 20

85 Annual Report 20

TOTAL 55

REFUND

NAME AVAILABLE

REINSTATED BY 1/16/85

UPDATER 1/17/85

UPDATER VERIFYER 1-18-85

744617

CORPORATION ANNUAL REPORT

1984

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

JAN 16 9 27 AM '85

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of $20 Required – Make Checks Payable To: *Secretary of State*

1. Name and Address of Corporation Principal Office 744611 [illegible]

University Hospital Academic Fund
1833 Boulevard, Suite 500
Jacksonville, Florida 32206

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address

P.O. Box No

City

State | Zip Code

3. Date Incorporated or Qualified To Do Business in Florida

4. Federal Employer Identification Number (FEIN)

5. Date of Last Report

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1983

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
		SEE ATTACHED	

005 6705 1/2 /85

005 6705 1/2 /85 5

Registered Agent Information

7. Name and Address of Current Registered Agent

Mr. Stewart Goldberg
University Hospital Academic Fund
1833 Boulevard, Suite 500
Jacksonville, Florida 32206

8. Name and Address of New Registered Agent

Name

Street Address (Do NOT Use P.O. Box Number)

City, State and Zip Code

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered officer or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on:
I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE ______________________ (Registered Agent Accepting Appointment) DATE ________

$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath

Signature

Date 1/9/85

Typed Name of Signing Officer: Stewart Goldberg

Title: Assistant Secretary

Telephone Number: 350-6740

11. Should you desire a certificate of status check the box below

CERTIFICATE OF STATUS DESIRED
$5 Additional fee required for certificates

$5 additional fee required for a Certificate of Status

CR2E034 (7-84)

OFFICERS AND DIRECTORS
AS OF DECEMBER 31, 1983

Dr. Ronald Rhatigan
Chairman
Department of Pathology
University Hospital
Jacksonville, Florida 32206

Mr. Walter Hirshberg
Vice-Chairman
6012 San Jose Boulevard
Jacksonville, Florida 32217

Mr. Stewart Goldberg
Secretary/Treasurer
University Hospital Academic Fund
1833 Boulevard, Suite 500
Jacksonville, Florida 32206

Mr. John Bishop
3100 University Blvd., South
Jacksonville, Florida 32216

Mr. T. O'Neal Douglas
One Independent Drive
Jacksonville, Florida 32202

Mr. Michael Fisher
One Independent Square, #2600
Jacksonville, Florida 32202

Dr. Raymond Kaplan
836 Prudential Drive, Suite 149
Jacksonville, Florida 32207

Mr. Roland Kennedy
Barnett Bank
P. O. Box 990
Jacksonville, Florida 32231

Dr. Robert Nuss
Department of OB/GYN
University Hospital
Jacksonville, Florida 32206

Dr. Andrew Robinson
University of North Florida
4567 St. Johns Bluff Road
Jacksonville, Florida 32216

Dr. Robert Scheffer
Department of Oral Surgery
University Hospital
Jacksonville, Florida 32206

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION

ANNUAL REPORT

1986

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required – Make Checks Payable To: Secretary of State

744617 2
UNIVERSITY HOSPITAL ACADEMIC FUND, INC.
1833 BOULEVARD
SUITE 500
JACKSONVILLE, FL 32206

10/17/1978

01/16/1985

AMATIGHA, RONALD (DR)	C	UNIVERSITY HOSPITAL	JACKSONVILLE, FL
HIRSHBERG, WALTER (MR)	V/D	6012 SAN JOSE BLVD.	JACKSONVILLE, FL
GOLDBERG, STEWART (MR)	S/T	1833 BLVD., SUITE 500	JACKSONVILLE, FL
BISHOP, JOHN (MR)	D	3100 UNIVERISTY BLVD. S.	JACKSONVILLE, FL
DOUGLAS, T. O'NEAL (MR)	D	ONE INDEPENDENT DRIVE	JACKSONVILLE, FL
FISHER, MICHAEL (MR)	D	ONE INDEPENDENT DRIVE	JACKSONVILLE, FL

REGISTERED AGENT INFORMATION

GOLDBERG, STEWART
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD, SUITE 500
JACKSONVILLE, FL 32206

FL.

$3.00 additional fee required for Registered Agent changes.

Stewart Goldberg

4/17/86

Stewart Goldberg

Executive Administrator (904) 350-6740

OFFICERS AND DIRECTORS
AS OF DECEMBER 31, 1985

Mr. Walter Hirshberg 2
Vice Chairman
1454 Prudential Drive
Jacksonville, FL 32207

Dr. Sidney Levin
Department of Pediatrics
University Hospital
Jacksonville, FL 32206

Dr. Andrew Robinson
Uniersity of North Florida
Jacksonville, FL 32216

Mr. T. O'Neal Douglas 5
11 East Forsyth St.
Jacksonville, FL 32202

Mr. Stewart Goldberg 3
Secretary/Treasurer
1833 Blvd., Suite 500
Jacksonville, FL 32206

Mr. William O. Birchfield
3000 Independent Square
Jacksonville, FL 32202

Mr. Roland Kennedy
100 Laura Street
Jacksonville, FL 32231

Dr. Louis Russo
Department of Neurology
University Hospital
Jacksonville, FL 32206

Dr. Robert Nuss
Department of OB/GYN
University Hospital
Jacksonville, FL 32206

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

1987

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $25 Required – Make Checks Payable To: Secretary of State

744617

UNIVERSITY HOSPITAL ACADEMIC FUND, INC.
1833 UNIVERSITY BOULEVARD
SUITE 500
JACKSONVILLE, FL 32206

10 17 1978

59-1867557

04 28 1986

HARTIGAN, RONALD (DR)	C	UNIVERSITY HOSPITAL	JACKSONVILLE, FL
HIRSHBERG, WALTER (MR)	V-C	1354 PRUDENTIAL DR.	JACKSONVILLE, FL
SMITHERS, CHARLES (MR) ~~GOLDBERG, STEWART (MR)~~	S	1833 BLVD., SUITE 500	JACKSONVILLE, FL
BISHOP, JOHN (MR)	D	3100 UNIVERSITY BLVD. S.	JACKSONVILLE, FL
BIDOSKY, MELVIN (MR) ~~[illegible]~~	D	1301 GULF LIFE DR. ~~[illegible] FORSYTH ST.~~	JACKSONVILLE, FL
FISHER, MICHAEL (MR)	D	ONE INDEPENDENT DRIVE	JACKSONVILLE, FL

REGISTERED AGENT INFORMATION

~~GOLDBERG / STEWART~~
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD, SUITE 500
JACKSONVILLE, FL 32206

CHARLES W. SMITHERS

SAME

FL

X [illegible signature]

$3.00 additional fee required for Registered Agent changes.

$5 Additional Fee required for a Certificate of Status

744617

VB
8-28-87

FRED H. STEFFEY
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELLOR
SUITE 300 SOUTHPOINT BUILDING
6620 SOUTHPOINT DRIVE SOUTH
JACKSONVILLE, FLORIDA 32216
(904) 731

FRED H. STEFFEY
TAXATION

August 25, 1987

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation of
University Hospital Academic Fund, Inc.
(A Non-Profit Corporation)

Gentlemen:

Enclosed for filing is the executed original of the amendment to articles of incorporation of the above referenced corporation, together with a copy to be certified and returned to me.

Also enclosed is a check in the amount of $20 to cover the applicable fees.

Sincerely,

Fred H. Steffey

FHS/pab220
Enclosures

FILED
87 AUG 27 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

8-26-87

VB
VB
VB
VB

C. TAX	15
FILING	
R. AGENT FEE	
C. COPY	5
TOTAL	20
N. BANK	
BALANCE DUE	
REFUND	

FILED
87 AUG 27 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
UNIVERSITY HOSPITAL ACADEMIC FUND, INC.
(A Non-Profit Corporation)

The undersigned Chairman of the Board of Trustees and Secretary of University Hospital Academic Fund, Inc. certify that the Articles of Incorporation of the corporation were amended pursuant to Article XI thereof by a two-thirds majority of its Board of Trustees on the 11th day of June, 1987, as follows:

Article I was amended in whole to read as follows:

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of the corporation shall be: JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC. (A Non-profit Corporation). The principal office and place of business of the corporation shall be 1833 Boulevard, Jacksonville, Duval County, Florida.

IN WITNESS WHEREOF, the undersigned have executed this Amendment the 11th day of June, 1987.

Ronald M. Rhatigan, M.D.
Chairman of the Board of Trustees

Charles W. Smithers
Secretary

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Before me personally appeared RONALD M. RHATIGAN, to me well known and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 11th day of June, 1987, in the county and state aforesaid.

Susan A. Sharpe
Notary Public, State of Florida
at Large

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Oct. 8, 19[illegible]

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

APPROVED AND FILED

CORPORATION ANNUAL REPORT 1988

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

1. Name and Address of Corporation Principal Office

744617
JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
1833 UNIVERSITY BOULEVARD
SUITE 500
JACKSONVILLE, FL. 32206

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. Date Incorporated or Qualified To Do Business in Florida: 10/17/1978

4. Federal Employer Identification Number (FEIN): 59-1867557

5. Date of Last Report: 04/28/1987

6. Names and Street Addresses of Each Officer and Director as of December 31, 1987

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
RHATIGAN, RONALD (DR)	C	655 West 8th Street	JACKSONVILLE, FL
NUSS, ROBERT	V/C	655 West 8th Street	JACKSONVILLE, FL
SCHEFFER, ROBERT	S	655 West 8th Street	JACKSONVILLE,
NORTHUP, H. MARTIN	T	655 West 8th Street	JACKSONVILLE, FL
			JACKSONVILLE, FL
			JACKSONVILLE, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

SMITHERS, CHARLES W.
JACKSONVILLE FACULTY PRACTICE ASSOC.
~~UNIVERSITY HOSPITAL ACADEMIC FUND~~
1833 BOULEVARD, SUITE 500
JACKSONVILLE, FL 32206

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 FL.

Zip Code 85

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE (Registered Agent Accepting Appointment) DATE

10. If a foreign corporation, date first transacted business in Florida

See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.
Officer or Director signing must be listed in Block 6.

Charles W. Smithers Jr.

Date: 3/28/88

Typed Name of Signing Officer or Director: CHARLES W. SMITHERS, JR.

Title: ADMINISTRATOR

Telephone Number: (904) 350-6740

12. Should you desire a certificate of status check this box

CERTIFICATE OF STATUS DESIRED ☐

CRFORM (1/88)

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

All located at 655 W. 8th Street Jacksonville, FL

THIS FORM ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION ANNUAL REPORT 1989

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Make Checks Payable To Secretary of State

1. Name and Address of Corporation Principal Office

700617 2
JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
1833 Boulevard, Suite 500
P.O. Box 44008
JACKSONVILLE, FL 32206

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22 07/28/89 00066 001

City and State ANNUAL REPORT

ANNUAL REPORT 35.00

Zip Code

TOTAL 35.00

3. Date Incorporated or Qualified To Do Business in Florida	4. Federal Employer Identification Number (FEI)	5. Date of Last Report
10/17/1978	59-1867557	04/11/1988

6. Names and Street Addresses of Each Officer and Director as of December 31, 1988

Title	2 Names of Officers and Directors	3 Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	4 City and State
C	Douglas, Herschel, M.D.	655 WEST 8TH STREET	JACKSONVILLE, FL
V/C	[illegible], ROBERT, M.D.	655 WEST 8TH STREET	JACKSONVILLE, FL
S	[illegible], ROBERT, M.D.	655 WEST 8TH STREET	JACKSONVILLE, FL
T	[illegible], H. [illegible], M.D.	655 WEST 8TH STREET	JACKSONVILLE, FL
P	Charles W. Smithers, Jr. President/CEO	1833 Boulevard, Suite 500	Jacksonville, Fl
D	Irena Skora, M.D.	655 W. 8th Street	Jacksonville, Fl
D	James McLamb, M.D.	655 W. 8th Street	Jacksonville, FL
D	Joseph Ronigman, M.D.	655 W. 8th Street	Jacksonville, Fl

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

Charles W. Smithers, Jr.
1833 Boulevard, Suite 500
P.O. Box 44008
Jacksonville, Fl 32231

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82 BHK 7/25/89

Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 FL. Zip Code

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on ______

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE ______ DATE ______
Registered Agent Accepting Appointment

10. If a foreign corporation, date first transacted business in Florida ______

11. See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.
(Officer or Director signing must be listed in Block 6.)

Signature: Charles W. Smithers, Jr.

Date 5/10/89

Typed Name of Signing Officer or Director	Title	Telephone Number
CHARLES W. SMITHERS, JR.	ADMINISTRATOR	(904) 366-2327

12. Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1990

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED

90 JUL 17 AM 8:02

Filing Fee of $35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

744617 2

ZIP + 4 PRESORT
JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
1833 BOULEVARD SUITE 500
P.O. BOX 44008
JACKSONVILLE, FL. 32206-4369

Street Address 2:

P.O. Box No. 2:

City and State 2:

Zip Code 2:

3. Date Incorporated or Qualified To Do Business in Florida: 10/17/1978

4. FEI Number: 59-1867557

5. Name and Street Addresses of Each Officer and Director

Title	Names of Officers and Directors	Street Address of Each Officer and Director	City and State
C	DOUGLAS M.D., HERSCHEL	655 WEST 8TH STREET	JACKSONVILLE, FL
V/C	MUSS, ROBERT	655 WEST 8TH STREET	JACKSONVILLE, FL
A	SMITHERS JR., CHARLES W.	655 WEST 8TH STREET	JACKSONVILLE, FL
D	SKORA M.D., IRENA	655 WEST 8TH STREET	JACKSONVILLE, FL
D	MCLANE M.D., JAMES	655 WEST 8TH STREET	JACKSONVILLE, FL
D	HONIGMAN M.D., JOSEPH	655 WEST 8TH STREET	JACKSONVILLE, FL

REGISTERED AGENT INFORMATION

Name and Address of Current Registered Agent

SMITHERS, CHARLES W.
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD, SUITE 500
JACKSONVILLE, FL 32206

FL.

6-29-90

Herschel Douglas, MD

Chairman of Board

904/350-6664

Charter Number Only

744617

SMITH AND THOMPSON, P.A.
Requestor's Name

1530 Metropolitan Boulevard
Address

Tallahassee, Florida 32308 (904) 385-0105
City State ZIP Phone

VALIDATION ONLY

CORPORATION(S) NAME

(1) Jacksonville Faculty Practice Association, Inc

(2)

FILED

( ) Profit
( ) NonProfit
( ) Amendment
( ) Merger
( ) Foreign
( ) Dissolution
( ) Mark
( ) Limited Partnership
( ) Annual Report
( ) Other
( ) Reinstatement
( ) Reservation
(X) Change of Registered Agent
(✓) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal
( ) Call When Ready
( ) Call if Problem
( ) After 4:30
(X) Walk In
( ) Will Wait
(X) Pick Up
( ) Mail Out

Name Availability	3/1/91
Document Examiner	ADH 18
Updater	ADH
Verifier	ADH
Acknowledgment	ADH
W.P. Verifier	ADH

35

35

FILED
89 MAR -1 PM 3:40

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

TO: The Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Sections 607.034 and 607.037 of the Florida General Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

The name of the corporation is Jacksonville Faculty Practice Association, Inc.

The address of its present registered agent is 1833 Boulevard, Jacksonville, Florida 32231.

The address to which its registered agent is to be changed is 653 West Eight Street, Jacksonville, Florida 32209.

The name of its present registered agent is Charles W. Smithers, Jr.

There is no change in the name of its registered agent.

The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of trustees.

DATED this 1st day of March, 1991.

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

By: Charles W. Smithers Jr.
Its President

Attest: R.B. Schaffer
Its Secretary

Charles W. Smithers Jr.
Registered Agent

lsg\jfpareg.act

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1991

FILING FEE OF [illegible] REQUIRED

DOCUMENT # [illegible]

ZIP + 4 FORMAT

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
1833 BOULEVARD SUITE 500
P.O. BOX 44088
JACKSONVILLE, FL 32206-4088

10/17/1985 59-1863587

[redacted]

C/D	DOUGLAS M.D., HERSCHEL	655 WEST 8TH STREET	JACKSONVILLE, FL
T/E	SMITHERS, CHARLES W., Jr.		
V/C/D	ROSS, ROBERT	655 WEST 8TH STREET	JACKSONVILLE, FL
~~A~~	~~SMITHERS JR., CHARLES W.~~	655 WEST 8TH STREET	JACKSONVILLE, FL
T/T	SCHEPPER, M.D., W. ROBERTS		
D	SHIOTA M.D., DREW	655 WEST 8TH STREET	JACKSONVILLE, FL
D	ROLAND M.D., JAMES	655 WEST 8TH STREET	JACKSONVILLE, FL
~~D~~	~~[illegible] M.D., JOSEPH~~	655 WEST 8TH STREET	JACKSONVILLE, FL
S/D	SCHEFFER, D.D.S., ROBERT		

[illegible]

SMITHERS, CHARLES W.
UNIVERSITY HOSPITAL ACADEMIC FUND
1833 BOULEVARD, SUITE 500
JACKSONVILLE, FL 32206

Chas. W. Smithers, Jr.

Chas. W. Smithers, Jr.

Charles W. Smithers, Jr. President/CEO 904 [illegible]

FILING FEE OF $61.25 REQUIRED — [illegible]

FILE NOW CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION ANNUAL REPORT 1992

APPROVED FILED

1992 MAY -8 PM 2:38

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT #744817 (2)

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
653 W. 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32209-6511

10/17/1978

05/02/1991 59-1867587

C	DOUGLAS M.D., HERSCHEL	653 WEST 8TH STREET	JACKSONVILLE, FL
V/C	NUSS, ROBERT	653 WEST 8TH STREET	JACKSONVILLE, FL
P/C/E	NANCY D. FRASHUER	653 WEST 8TH STREET	JACKSONVILLE, FL
D	SKORA M.D., IRENA	653 WEST 8TH STREET	JACKSONVILLE, FL
D	MCLAMB M.D., JAMES	653 WEST 8TH STREET	JACKSONVILLE, FL
S/D	SCHEFFER, DDS, ROBERT	653 WEST 8TH STREET	JACKSONVILLE, FL

5/5/92

REGISTERED AGENT INFORMATION

NANCY D. FRASHUER

653 WEST 8TH STREET
P.O.BOX 44008
JACKSONVILLE,FLORIDA 32231

653 - 1 West 8th Street

Jacksonville FL 32209

SIGNATURE

744617

UNIVERSITY OF FLORIDA

OFFICE OF THE
GENERAL COUNSEL

November 24, 1992

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Amended and Restated Articles of Incorporation for
Jacksonville Faculty Practice Association, Inc.

Dear Sirs:

I enclose for filing the following:

1. Amended and Restated Articles of Incorporation of Jacksonville Faculty Practice Association, Inc., a non-profit corporation.

2. A check in the amount of $35.00 made payable to the Secretary of State for the filing fee.

Please note on pages 16 and 18 of the Amended Articles that a new registered agent has been designated and the registered agent has signed the required acceptance.

Please return the form acknowledging of the receipt and filing of this document in this office.

Thank you for your assistance. If you have any questions, please let me know.

Very truly yours,

W. Scott Cole

W. Scott Cole
Associate General Counsel

Enclosures

Arstart

SC:124C2/WSC

(Ebloni)

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 8, 1992

W. SCOTT COLE
UNIVERSITY OF FLORIDA
207 TIGERT HALL
GAINESVILLE, FL 32611

SUBJECT: JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
Ref. Number: 744617

We have received your document for JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s).

Amended and Restated Articles of Incorporation must include a statement to the effect - that any amendments included in the restatement have been adopted pursuant to section 617.1007(4), Florida Statutes, and there is no discrepancy between the corporation's articles of incorporation as therefore amended and the provisions of the restated articles of incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 792A00007780

UNIVERSITY OF FLORIDA

Office of the General Counsel

207 Tigert Hall
Gainesville FL 32611-2073
(904) 392-1358

December 11, 1992

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention: Ms. Velma Shepard

RE: Jacksonville Faculty Practice Association, Inc.;
Reference Number 744617

Dear Ms. Shepard:

I am returning the Amended and Restated Articles of Incorporation of Jacksonville Faculty Practice Association, Inc. with the correction you requested. I have also enclosed a copy of your letter dated December 8, 1992 for your reference.

Thank you for your assistance. Should you have any questions, feel free to call.

Sincerely,

W. Scott Cole

W. Scott Cole
Associate General Counsel

Enclosures

121101/wsc

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

(A Non-Profit Corporation)

FILED 92 DEC 15 AM 9:13

TO: Department of State
Tallahassee, Florida 32304

The undersigned, as Chairperson of the Board of Trustees and Secretary of Jacksonville Faculty Practice Association, Inc. ("Corporation"), a not-for-profit corporation organized for scientific educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, do hereby certify:

That the original name of the Corporation was University Hospital Academic Fund, Inc. and that the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on October 17, 1978; and

That an Amendment to the Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on August 27, 1987 to change the name of the Corporation to Jacksonville Faculty Practice Association, Inc.; and

That on October 28, 1992, the Board of Trustees of the Corporation voted to amend and restate in their entirety the current Articles of Incorporation by a two-thirds (2/3) vote of its members as provided for in Article XI of the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1007(4), Florida Statues, and there are no discrepancies between the Corporation's Articles of Incorporation as previously amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the ommission of matters of historical interest.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.

NAME

The name of the corporation shall be: JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC. (A Non-Profit Corporation). The principal office and place of business of the Corporation shall be 653 West 8th Street, Jacksonville, Duval County, Florida 32209.

ARTICLE II.

PURPOSES, LIMITATIONS AND DISSOLUTION

Section I. Purposes. The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes in support of the University of Florida Health Science Center in the city of Jacksonville, Florida and its associated programs and not for pecuniary profit. The purposes of the Corporation include, but are not limited to: promoting medical research and education: encouraging capable medical doctors, medical educators and scientists to conduct research and develop new techniques in medical and dental research, teaching and treatment; applying for, receiving and disbursing funds and grants which are available for medical and dental research and education; discovering and developing medical and dental research projects and providing the proper staffing and financing for these projects; publishing and otherwise disseminating the results of medical and dental research undertaken either by the Corporation or under its direction; and making financial and other types of contributions and assistance to and for the benefit of medical, scientific and educational organizations, including, but not limited to, loans, scholarships, fellowships or other grants and aids to such individuals or organizations for medical research, education, and study as the directors of the Corporation may determine.

Section 2. Limitations on Actions. All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the Florida State Board of Regents of the State of Florida, as amended from time to time.

Section 3. Dissolution. Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to Jacksonville Health Foundation, Inc. or the University of Florida Foundation, Incorporated, provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Medicine, preferrably for its medical programs in Jacksonville, Florida, or in the event that such organization is not in existence or the University of Florida Foundation, Incorporated is not exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.

POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.

MEMBERSHIP

Section 1. Qualification. The individuals identified in Article VI are the current members of the Corporation and each member shall retain his status as a member only so long as he or she is a member of the Clinical Faculty of the University of Florida College of Medicine at the Urban Campus in Jacksonville. The University of Florida's Dean of the College of Medicine or his designee, the Vice-President for Health Affairs at the University of Florida or his designee, the Associate Dean for Jacksonville Programs, the Associate Chairperson of the Department of Oral Surgery, and the Executive Vice President of the Corporation, if one has been selected by the Board of Directors, shall also be members of the Corporation. All members shall be full time members of the clinical faculty of the University of Florida College of Medicine, except the Executive Vice

President who shall be eligible for membership in the Corporation in accordance with the terms and provisions of the By-Laws of the Corporation.

Section 2. Admission. New members shall be elected as provided in the By-Laws.

Section 3. Termination. The membership of any member other than the Dean of the College of Medicine or his designee, the Vice President for Health Affairs or his designee, the Associate Dean of Jacksonville Programs, or any associate chairperson for Jacksonville of a clinical department (including oral surgery) may be terminated as provided in the By-Laws.

ARTICLE V.

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI.

MEMBERS

The name and residence of each current member of the Corporation is as follows:

Name	Address
Louis Russo, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Neurology 653-2 West 8th Street Jacksonville, Florida 32209

Robert C. Nuss, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of OB/GYN
653-1 West 8th Street
Jacksonville, Florida 32209

Frederick Vines, M.D.
University Medical Center
Department of Radiology
655 West 8th Street
Jacksonville, Florida 32209

Joseph Tepas, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Surgery
653-2 West 8th Street
Jacksonville, Florida 32209

R. Donald Garrison, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Pediatrics
653-1 West 8th Street
Jacksonville, Florida 32209

James Perry, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Orthopaedics
653-2 West 8th Street
Jacksonville, Florida 32209-6511

Jerome H. Modell, M.D.
University of Florida
College of Medicine
P.O. 100215
Gainesville, Florida 32610-0215

Franlin H. Smith
University of Florida
College of Medicine
P.O. 100215
Gainesville, Florida 32610-0215

Irena Skora, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Anesthesiology
653-2 West 8th Street
Jacksonville, Florida 32209-6511

James McLamb, M.D.
University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Community Health & Family Medicine
653-1 West 8th Street
Jacksonville, Florida 32209

John Isaacs, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Otolaryngology 653-2 West 8th Street Jacksonville, Florida 32209-6511
Malcolm Foster, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Internal Medicine 653-1 West 8th Street Jacksonville, Florida 32209
Tai Nguyen, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Neurosurgery 653-2 West 8th Street Jacksonville, Florida 32209
Robert Thompson, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of OB/GYN 653-1 West 8th Street Jacksonville, Florida 32209
Janet Betchkal, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Ophthalmology 653-2 West 8th Street Jacksonville, Florida 32209
Robert Scheffer, D.D.S.	University of Florida Health Science Center of Jacksonville College of Dentistry Department of Oral Surgery & Dentistry 653-1 West 8th Street Jacksonville, Florida 32209
Shahla Masood, M.D.	University Medical Center Department of Pathology College of Medicine 655 West 8th Street Jacksonville, Florida 32209
Thomas Chiu, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Pediatrics 653-1 West 8th Street Jacksonville, Florida 32209

FLORIDA DEPARTMENT OF STATE

THE ATTACHED COPIES ARE THE BEST AVAILABLE.

SOME OR ALL OF THE ORIGINAL DOCUMENTS SUBMITTED FOR FILING WERE NOT SUITABLE FOR MICROFILMING.

Ernest [illegible], M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Psychiatry
655-[illegible] West 8th Street
Jacksonville, Florida [illegible]

[illegible], M.D.

University Medical Center
Department of Radiation Oncology
655 West 8th Street
Jacksonville, Florida [illegible]

[illegible], M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Surgery
655-[illegible] West 8th Street
Jacksonville, Florida [illegible]

[illegible]

[illegible]

[illegible]

associate chairperson for Jacksonville of a clinical department of the University of Florida College of Medicine, the Dean of the College of Medicine or his designee, the Vice President for Health Affairs or his designee, the Associate Dean for Jacksonville Programs, or a duly elected member of the Board at-large and is a member of the Corporation's Board of Directors may serve as an officer of the Corporation.

Section 2. Manner of Election. The officers of the Corporation shall be elected or appointed as provided in the By-Laws.

Section 3. Names of Officers. The names of the persons who are to serve as officers of the Corporation until their successors are elected and qualified are:

	Name	Address
President	Robert C. Nuss, M.D.	University of Florida Health Science Center of Jacksonville Department of OB/GYN 653-1 West 8th Street Jacksonville, FL 32209
First Vice President	Frederick Vines, M.D.	University Medical Center Department of Radiology 655 West 8th Street Jacksonville, FL 32209
Second Vice President	Joseph Tepas, M.D.	University of Florida Health Science Center of Jacksonville Department of Surgery 655 West 8th Street Jacksonville, FL 32209
Secretary	Robert Garrison, M.D	University of Florida Health Science Center of Jacksonville 653-1 West 8th Street Jacksonville, FL 32209

Treasurer	James Perry, M.D.	University of Florida Health Science Center of Jacksonville Department of Orthopaedics 653 West 8th Street Jacksonville, FL 32209

ARTICLE VIII.

BOARD OF DIRECTORS

Section 1. Number. The Board of Directors of the Corporation shall consist of the Dean of the University of Florida College of Medicine or his designee, the University of Florida's Vice President for Health Affairs or his designee, the Associate Dean for Jacksonville Programs, the associate chairperson for Jacksonville of each of the clinical departments of the University of Florida College of Medicine, the Associate chairperson of the Department of Oral Surgery, and three members of the Corporation elected at large in the manner provided in the By-Laws. The number of members of the Board of Directors shall increase or decrease as the number of associate chairpersons of such clinical departments increases or decreases. In all events, however, the number of members of the Board of Directors may not be less than five. The Associate Dean for Jacksonville Programs shall be the chairperson and the President the vice-chairperson of the Board. The chairperson shall preside at all meetings of the Board. The vice-chairperson shall perform the duties of the chairperson upon the chairperson's absence.

Section 2. Names and Addresses of Members of Board of Directors. The names and addresses of the persons who are to serve as directors of the Corporation until the election of their successors are as follows:

Name	Address
Louis Russo, M.D. Chairperson	University of Florida Health Science Center of Jacksonville College of Medicine Department of Neurology 653-2 West 8th Street Jacksonville, FL 32209
Robert C. Nuss, M.D. Vice-Chairperson	University of Florida Health Science Center of Jacksonville College of Medicine Department of OB/GYN 653-1 West 8th Street Jacksonville, FL 32209
Frederick Vines, M.D.	University Medical Center Department of Radiology 655 West 8th Street Jacksonville, Florida 32209
Joseph Tepas, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Surgery 653-2 West 8th Street Jacksonville, Florida 32209
R. Donald Garrison, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Pediatrics 653-1 West 8th Street Jacksonville, Florida 32209
James Perry, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Orthopaedics 653-2 West 8th Street Jacksonville, Florida 32209-6511
Jerome H. Modell, M.D.	University of Florida College of Medicine P.O. 100215 Gainesville, Florida 32610-0215
Franlin H. Smith	University of Florida College of Medicine P.O. 100215 Gainesville, Florida 32610-0215

Irena Skora, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Anesthesiology
653-2 West 8th Street
Jacksonville, Florida 32209-6511

James McLamb, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Community Health & Family Medicine
653-1 West 8th Street
Jacksonville, Florida 32209

John Isaacs, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Otolaryngology
653-2 West 8th Street
Jacksonville, Florida 32209-6511

Malcolm Foster, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Internal Medicine
653-1 West 8th Street
Jacksonville, Florida 32209

Tai Nguyen, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Neurosurgery
653-2 West 8th Street
Jacksonville, Florida 32209

Robert Thompson, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of OB/GYN
653-1 West 8th Street
Jacksonville, Florida 32209

Janet Betchkal, M.D.

University of Florida
Health Science Center of Jacksonville
College of Medicine
Department of Ophthalmology
653-2 West 8th Street
Jacksonville, Florida 32209

Robert Scheffer, D.D.S.

University of Florida
Health Science Center of Jacksonville
College of Dentistry
Department of Oral Surgery & Dentistry
653-1 West 8th Street
Jacksonville, Florida 32209

Shahla Masood, M.D.	University Medical Center Department of Pathology College of Medicine 655 West 8th Street Jacksonville, Florida 32209
Thomas Chiu, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Pediatrics 653-1 West 8th Street Jacksonville, Florida 32209
Ernest Miller, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Psychiatry 653-2 West 8th Street Jacksonville, Florida 32209
Thong Prempree, M.D.	University Medical Center Department of Radiation Oncology 655 West 8th Street Jacksonville, Florida 32209
William Fallon, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Surgery 653-2 West 8th Street Jacksonville, Florida 32209

Section 3. Executive Committee. The Board of Directors shall create an Executive Committee which may exercise the powers of the Board, except as hereinafter provided. Upon the creation of an Executive Committee, the following shall be deemed the members of the Committee: The Corporation's President, First Vice President, Second Vice President, Secretary, and Treasurer. The Dean of the University of Florida College of Medicine or his designee, and the Associate Dean for Jacksonville Programs, shall also be voting members of the Executive Committee. The Executive Committee shall remain in existence until a contrary determination is made by the Board of Directors pursuant to a resolution adopted by the majority of the full Board. Notwithstanding anything

contained herein to the contrary, the Executive Committee will have no authority to:

(1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statutes to be approved by the members.

(2) Designate candidates for the office of Director.

(3) Fill vacancies on the Board of Directors or any committee thereof.

(4) Amend the By-Laws.

ARTICLE IX.

STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE X.

BY-LAWS

The By-Laws of the Corporation shall be made, altered or rescinded by a vote of two-thirds (2/3) of all the members of the Board of Directors.

ARTICLE XI.

AMENDMENT

Amendments to these Articles of Incorporation may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors.

ARTICLE XII.

OFFICE AND RESIDENT AGENT

Nancy D. Frashuer, whose office is located at 653 West Eighth Street, Jacksonville, Florida 32209, is designated as the Resident Agent to accept service of process for the Corporation within this state, and the Agent's acceptance is endorsed hereon.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 28th day of October, 1992.

Chairperson of Board of Trustees

Secretary

STATE OF FLORIDA)
)ss
COUNTY OF DUVAL)

Sworn to and subscribed by Louis S. Russo, Jr., M.D. as Chairperson of the Board of Trustees and Frederick S. Vines, M.D. as Secretary, who personally appeared before me this 23rd day of November, 19 92 and who acknowledged before me that they are parties to the above and foregoing Amended and Restated Articles of Incorporation, and further acknowledged these Amended and Restated Articles of Incorporation to be their act and deed as the signers thereof, respectively, and that the facts therein contained are true.

Notary Public

Cynthia G. Wilkinson
(Printed/Typed Name of Notary Public)

Commission Number CC037974

NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires My commission expires Aug. 8, 1994

Personally known ✓ /Produced Identification___
Type of Identification Produced__________

RESIDENT AGENT'S ACCEPTANCE

Having been named to accept service of process for Jacksonville Faculty Practice Association, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

/s/ Nancy D. Frashuer

Nancy D. Frashuer
Resident Agent

091001A/RBC

FLORIDA DEPARTMENT OF STATE

THE ATTACHED COPIES ARE THE BEST AVAILABLE.

SOME OR ALL OF THE ORIGINAL DOCUMENTS SUBMITTED FOR FILING WERE NOT SUITABLE FOR MICROFILMING.

File Now. Filing Fee after May 1 is $225.00

1993

DOCUMENT # 744617 (2)

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.
653 W. 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32209-6511

10/17/1978 05/06/1992

591867557

ANNUAL REPORT $61.25 + $138.75 CORPORATION SUPPLEMENTAL FEE
MAKE CHECKS PAYABLE TO DEPARTMENT OF STATE

$8.75 Additional Fee Required

$5.00

$138.75

Name and Address of Current Registered Agent

FRASHUER, NANCY D.
653 WEST 8TH ST.
JACKSONVILLE FL 32209

Name and Address of New Registered Agent

FL

V D
VINES, FREDERICK
655 W. 8TH STREET
JACKSONVILLE FL

P D
RUSS, ROBERT C.
653 1 WEST 8TH STREET
JACKSONVILLE FL

V D
TEPAS, JOSEPH
653 WEST 8TH STREET
JACKSONVILLE FL

D
~~[illegible]~~
~~[illegible] STREET~~
~~JACKSONVILLE FL~~

S D
GARRISON, ROBERT
653 1 WEST 8TH STREET
JACKSONVILLE FL

T D
PERRY, JAMES
653 WEST 8TH STREET
JACKSONVILLE FL

C/O
Louis S. Russo, M.D.
653 W. 8th Street
Jacksonville, FL 32209

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1994

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED AND FILED

94 MAR 14 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Corporation Name
JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

DOCUMENT #
744617 (2)

Mailing Address
653 W. 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32231-4008

Principal Place of Business
653 W. 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32231-4008

3. Date Incorporated or Qualified: 10/17/1978
3a. Date of Last Report: 05/01/1993
4. FEI Number: 59-1867557
5. Certificate of Status Desired: $8.75 Additional Fee Required
7. Request Exempt from $5.00 Supplemental Fee: X
$5.00 May Be Added to Fees

2. Mailing Address
2a. Principal Place of Business
Suite, Apt. #, etc.
City & State
Zip
Country

9. Name and Address of Current Registered Agent
FRASHUER, NANCY D.
653 WEST 8TH ST.
JACKSONVILLE FL 32209

10. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
City: FL

12. Names and Addresses of Officers/Directors

V/D
VINES, FREDERICK
655 W. 8TH STREET
JACKSONVILLE FL

P/D
NUSS, ROBERT C.
653-1 WEST 8TH STREET
JACKSONVILLE FL

V/D
TEPAS, JOSEPH
653 WEST 8TH STREET
JACKSONVILLE FL

C/D
RUSSO LOUIS S. M
653 W 8TH ST.
JACKSONVILLE FL

S/D
GARRISON, ROBERT
653-1 WEST 8TH STREET
JACKSONVILLE FL

T/D
PERRY, JAMES
653 WEST 8TH STREET
JACKSONVILLE FL

SIGNATURE: Nancy D. Frashuer

Nancy D. Frashuer, Executive Vice President/CEO 2/14/94 (904) 549-3519

UNIVERSITY OF FLORIDA 744617

Office of the General Counsel

207 Tigert Hall
Gainesville FL 32611-2073
(904) 392-1358

February 21, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: **Amended and Restated Articles of Incorporation of Jacksonville Faculty Practice Association, Inc.**

TO WHOM IT MAY CONCERN:

Enclosed please find an original and one copy of the above-referenced document and a check in the amount of $122.50 to cover the cost of filing, registered agent's acceptance and the certified copy.

Please send the certified copy to my attention.

Sincerely,

Priscilla L. Hunter
Secretary to
W. Scott Cole
Associate General Counsel

:plh

Enclosures

FILED

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

(A Non-Profit Corporation)

FILED
95 FEB 23 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, Florida 32304

The undersigned, as Chairperson of the Board of Trustees and Secretary of Jacksonville Faculty Practice Association, Inc. ("Corporation"), a not-for-profit corporation organized for scientific educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, do hereby certify:

That the original name of the Corporation was University Hospital Academic Fund, Inc. and that the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on October 17, 1978; and

That an Amendment to the Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on August 27, 1987 to change the name of the Corporation to Jacksonville Faculty Practice Association, Inc.; and

That on October 28, 1992, the Board of Trustees of the Corporation voted to amend and restate in their entirety the current Articles of

Incorporation by a two-thirds (2/3) vote of its members as provided for in Article XI of the current Articles of Incorporation of the Corporation and on December 15, 1992 Amended and Restated Articles of Incorporation were filed with the Florida Secretary of State; and

That on Sept. 28, 1994 the Board of Directors of the Corporation voted to amend and restate in their entirety the current Amended and Restated Articles of Incorporation by a two-thirds (2/3) vote of the members as provided in Article XI of the current Articles of Incorporation of the Corporation; and

That any amendments included in this restatement have been adopted pursuant to Section 617.1007(4), Florida Statutes, and there are not discrepancies between the Corporation's Articles of Incorporation as previously amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

NOW, THEREFORE, based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.

NAME

The name of the corporation shall be: JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC. (A Non-Profit Corporation). The principal office and place of business of the Corporation shall be 653 West 8th Street, Jacksonville, Duval County, Florida 32209.

ARTICLE II.

PURPOSES, LIMITATIONS AND DISSOLUTION

Section 1. Purposes. The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes in support of the University of Florida Health Science Center in the city of Jacksonville, Florida and its associated programs and not for pecuniary profit. The purposes of the Corporation include, but are not limited to: promoting medical research and education: encouraging capable medical doctors, medical educators and scientists to conduct research and develop new techniques in medical and dental research, teaching and treatment; applying for, receiving and disbursing funds and grants which are available for medical and dental research and education; discovering and developing medical and dental research projects and providing the proper staffing and financing for these projects; publishing and otherwise disseminating the results of medical and dental research undertaken either by the Corporation or under its direction; and making financial and other types of contributions and assistance to and for the benefit of medical, scientific and educational organizations, including, but not limited to, loans, scholarships, fellowships or other grants and aids to such individuals or organizations for medical research, education, and study as the directors of the Corporation may determine.

Section 2. Limitations on Actions. All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the Florida State Board of Regents of the State of Florida, as amended from time to time.

Section 3. Dissolution. Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to Jacksonville Health Foundation, Inc. or the University of Florida Foundation, Incorporated, provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Medicine, preferably for its medical programs in Jacksonville, Florida, or in the event that such organization is not in existence or the University of Florida Foundation, Incorporated is not exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III.

POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, scientific and educational purposes.

ARTICLE IV.

MEMBERSHIP

Section I. Qualification. The membership of the Corporation shall consist of all clinical faculty who serve full time on the faculty of the University of Florida College of Medicine at the urban campus in Jacksonville and each member shall retain his or her status as a member only so long as he or she is a member of the Clinical Faculty of the University of Florida College of Medicine at the Urban Campus in Jacksonville. The University of Florida's Dean of the College of Medicine or his designee, the Vice-President for Health Affairs at the University of Florida or his designee, the Senior Associate Dean f[illegible] [illegible]nville Programs, the Senior Assistant Dean for Jacksonville [illegible] the Associate Chairperson of the Department of Oral Surgery, and Executive Vice President of the Corporation, if one has been selected by the Board of Directors, shall also be members of the Corporation. All members shall be full time members of the clinical faculty of the University of Florida College of Medicine, except the Executive Vice President who shall be eligible for membership in the Corporation in accordance with the terms and provisions of the By-Laws of the Corporation.

Section 2. Admission. New members shall be elected as provided in the By-Laws.

Section 3. Termination. The membership of any member other than the Dean of the College of Medicine or his designee, the Vice President for Health Affairs or his designee, the Senior Associate Dean of Jacksonville Programs, or any asso[illegible]iate chairperson for Jacksonville of a clinical department (including oral su[illegible]y) may be terminated as provided in the By-Laws.

ARTICLE V.

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE VI.

OFFICERS

Section 1. Number. Except as otherwise provided in these Articles, the affairs of the Corporation are to be managed by an executive committee consisting of a President, who is the Senior Assistant Dean of Jacksonville Programs, a First Vice President, a Second Vice President, a Secretary, a Treasurer, the Dean of the College of Medicine or his designee, and a Senior Associate Dean for Jacksonville Programs or by the individual officers when appropriate. Items of major importance are expected to be approved by the Board of Directors, with the Executive committee officers implementing Board decisions as appropriate. The offices of Secretary and Treasurer may be consolidated and held by one person, if so determined by the Nominating Committee and approved by majority vote of the Board. The Board of Directors may select an Executive Vice President of the Corporation and may delegate to the Executive Vice President the responsibility for the day to day management and operation of the Corporation. Except for the person so selected to be the Corporation's Executive Vice President, only a person who is either an associate chairperson for Jacksonville of a clinical department of the University of Florida College of Medicine, the Dean of the College of Medicine or his designee, the Vice President for Health Affairs or his designee, the Senior Associate Dean for Jacksonville Programs, the Senior Assistant Dean for Jacksonville Programs or a duly elected member of the Board at-large and is a member of the Corporation's Board of Directors may serve as an officer of the Corporation.

Section 2. Manner of Election. The officers of the Corporation shall be elected or appointed as provided in the By-Laws.

Section 3. Names of Officers. The names of the persons who are to serve as officers of the Corporation until their successors are elected and qualified are:

	Name	Address
President	Robert C. Nuss, M.D.	University of Florida Health Science Center of Jacksonville Department of OB/GYN 653-1 West 8th Street Jacksonville, FL 32209
First Vice President	Frederick Vines, M.D.	University Medical Center Department of Radiology 655 West 8th Street Jacksonville, FL 32209
Second Vice President	Joseph Tepas, M.D.	University of Florida Health Science Center of Jacksonville Department of Surgery 653 West 8th Street Jacksonville, FL 32209
Secretary	Robert Garrison, M.D.	University of Florida Health Science Center of Jacksonville 653-1 West 8th Street Jacksonville, FL 32209
Treasurer	James Perry, M.D.	University of Florida Health Science Center of Jacksonville Department of Orthopaedics 653 West 8th Street Jacksonville, FL 32209

ARTICLE VII.

BOARD OF DIRECTORS

Section 1. Number. The Board of Directors of the Corporation shall consist of the Dean of the University of Florida College of Medicine or his designee, the University of Florida's Vice President for Health Affairs or his designee, the Senior Associate Dean for Jacksonville Programs, the

Senior Assistant Dean for Jacksonville Programs, the associate chairperson for Jacksonville of each of the clinical departments of the University of Florida College of Medicine, the Associate chairperson of the Department of Oral Surgery, and three members of the Corporation elected at large in the manner provided in the By-Laws. The number of members of the Board of Directors shall increase or decrease as the number of associate chairpersons of such clinical departments increases or decreases. In all events, however, the number of members of the Board of Directors may not be less than five. The Senior Associate Dean for Jacksonville Programs shall be the chairperson and the Senior Assistant Dean for Jacksonville Programs the President the vice-chairperson of the Board. The chairperson shall preside at all meetings of the Board. The vice-chairperson shall perform the duties of the chairperson upon the chairperson's absence.

Section 2. Names and Addresses of Members of Board of Directors. The names and addresses of the persons who are to serve as directors of the Corporation until the election of their successors are as follows:

Name	Address
Louis Russo, M.D. Chairperson	University of Florida Health Science Center of Jacksonville College of Medicine Department of Neurology 653-2 West 8th Street Jacksonville, FL 32209
Robert C. Nuss, M.D. Vice-Chairperson	University of Florida Health Science Center of Jacksonville College of Medicine Department of OB/GYN 653-1 West 8th Street Jacksonville, FL 32209
Frederick Vines, M.D.	University Medical Center Department of Radiology 655 West 8th Street Jacksonville, Florida 32209

Joseph Tepas, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Surgery 653-2 West 8th Street Jacksonville, Florida 32209
R. Donald Garrison, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Pediatrics 653-1 West 8th Street Jacksonville, Florida 32209
James Perry, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Orthopedics 653-2 West 8th Street Jacksonville, Florida 32209 6511
Jerome H. Modell, M.D.	University of Florida College of Medicine P.O. 100215 Gainesville, Florida 32610-0215
Franklin L. Smith	University of Florida College of Medicine P.O. 100215 Gainesville, Florida 32610-0215
Irena Skora, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Anesthesiology 653-2 West 8th Street Jacksonville, Florida 32209-6511
James McLamb, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Commun[illegible] Health & Family Medicine 653-1 West 8th Street Jacksonville, Florida 32209
John Isaacs, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Otolaryngology 653-2 West 8th Street Jacksonville, Florida 32209-6511
Malcolm Foster, M.D.	University of Florida

	Health Science Center of Jacksonville College of Medicine Department of Internal Medicine 653-1 West 8th Street Jacksonville, Florida 32209
Tai Nguyen, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Neurosurgery 653-2 West 8th Street Jacksonville, Florida 32209
Robert Thompson, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of OB/GYN 653-1 West 8th Street Jacksonville, Florida 32209
Janet Betchkal, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Ophthalmology 653-2 West 8th Street Jacksonville, Florida 32209
Robert Scheffer, D.D.S.	University of Florida Health Science Center of Jacksonville College of Dentistry Department of Oral Surgery & Dentistry 653-1 West 8th Street Jacksonville, Florida 32209
Shahla Masood, M.D.	University Medical Center Department of Pathology College of Medicine 655 West 8th Street Jacksonville, Florida 32209
Thomas Chiu, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Pediatrics 653-1 West 8th Street Jacksonville, Florida 32209
Ernest Miller, M.D.	University of Florida Health Science Center of Jacksonville College of Medicine Department of Psychiatry 653-2 West 8th Street Jacksonville, Florida 32209

Thong Prempree, M.D. University Medical Center
Department of Radiation Oncology
655 West 8th Street
Jacksonville, Florida 32209

Section 3. Executive Committee. The Board of Directors shall create an Executive Committee which may exercise the powers of the Board, except as hereinafter provided. Upon the creation of an Executive Committee, the following shall be deemed the members of the Committee: The Corporation's, First Vice President, Second Vice President, Secretary, and Treasurer. The Dean of the University of Florida College of Medicine or his designee, and the Senior Associate Dean for Jacksonville Programs and the Senior Assistant Dean for the Jacksonville Programs shall also be voting members of the Executive Committee. The Executive Committee shall remain in existence until a contrary determination is made by the Board of Directors pursuant to a resolution adopted by the majority of the full Board. Notwithstanding anything contained herein to the contrary, the Executive Committee will have no authority to:

(1) Approve or recommend to members of the Corporation, action or proposals required by any Florida Statutes to be approved by the members.

(2) Designate candidates for the office of Director.

(3) Fill vacancies on the Board of Directors or any committee thereof.

(4) Amend the By-Laws

ARTICLE VIII.

STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX.

BY-LAWS

The By-Laws of the Corporation shall be made, altered or rescinded by a vote of two-thirds (2/3) of all the members of the Board of Directors.

ARTICLE X.

AMENDMENT

Amendments to these Articles of Incorporation may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors.

ARTICLE XI.

OFFICE AND RESIDENT AGENT

Nancy D. Frashuer, whose office is located at 653 West Eighth Street, Jacksonville, Florida 32209, is designated as the Resident Agent to accept service of process for the Corporation within this state, and the Agent's acceptance is enclosed hereon.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of [illegible] day of September, 1994.

Chairperson of Board of Trustees

Secretary

FILE NOW: FILING FEE AFTE… MAY 1 IS $155.00

CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
95 MAR -9 PM 3:46

DOCUMENT # 744617 (2)

1. Corporation Name

JACKSONVILLE FACULTY PRACTICE ASSOCIATION, INC.

Principal Place of Business
653 W 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32231-4008

Mailing Address
653 W 8TH ST.
P.O. BOX 44008
JACKSONVILLE FL 32231-4008

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 10/17/1978
3a. Date of Last Report: 03/14/1994
4. FEI Number: 59-1867557

5. Certificate of Status Desired ☐ — $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ — $5.00 May Be Added to Fees
7. Nonprofit with 501 Status Tax Exempt Status ☑ — $68.75 Supplemental Fee Not Required
8. This corporation has liability for intangible tax under S. 199.032 Florida Statutes ☐ Yes ☑ No

9. Name and Address of Current Registered Agent

FRASHUER, NANCY D.
653 WEST 8TH ST.
JACKSONVILLE FL 32209

10. Name and Address of New Registered Agent

FL

12.

Title	Name / Address
VD	VINES, FREDERICK 655 W. 8TH STREET JACKSONVILLE FL
PD	NUSS, ROBERT C. 653-1 WEST 8TH STREET JACKSONVILLE FL
VD	TEPAS, JOSEPH 653 WEST 8TH STREET JACKSONVILLE FL
CD	RUSSO, LOUIS S. M 653 W 8TH ST. JACKSONVILLE FL
SD	GARRISON, ROBERT 653-1 WEST 8TH STREET JACKSONVILLE FL
TD	PERRY, JAMES 653 WEST 8TH STRE T JACKSONVILLE FL

SIGNATURE: Robert C. Nuss

ROBERT C NUSS, MD, PRESIDENT/VICE CHAIRMAN

904-549-3000

STATE OF FLORIDA)

)ss

COUNTY OF DUVAL)

Sworn to and subscribed by Louis S. Russo, Jr., MD, as Chairperson of the Board of Trustees and R. Donald Garrison, MD, as Secretary, who personally appeared before me this 28th day of September, 19 94 and who acknowledged before me that they are parties to the above and foregoing Amended and Restated Articles of Incorporation, and further acknowledged these Amended and Restated Articles of Incorporation to be their act and deed as the signers thereof, respectively, and that the facts therein contained are true.

Notary Public

(Printed/Typed Name of Notary Public)

Commission Number C. G. WILKINSON NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires My commission expires Aug. 3, 199[illegible] Commission No. CC 395159

Personally known ✓ /Produced Identification___
Type of Identification Produced________________

RESIDENT AGENT'S ACCEPTANCE

Having been named to accept service of process for Jacksonville Faculty Practice Association, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

/s/ Nancy D. Frashuer

Nancy D. Frashuer
Resident Agent

0510013/WBC

744617

Jacksonville Faculty Practice Association

October 8, 1996

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*****87.50 *****87.50

Secretary of State
DIVISION OF CORPORATIONS
P. O. Box 1300
Tallahassee, FL 32302-1300

FILED
96 OCT -9 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Filing of Amended and Restated Articles of Incorporation for:

Jacksonville Faculty Practice Association, Inc.
Document #744617

Name Change: to **University of Florida Jacksonville Physicians, Inc.**

Enclosed please find our check #53087 in the amount of $87.50 which represents the fee for filing Amended and Restated Articles of Incorporation and a certified copy same. Please note that the changes to these Articles includes a name change. Contact me at 904-549-3600 with any questions you may have.

Return the document to:

Peg Dasher, 653 West 8th Street, Jacksonville, FL 32209.

RECEIVED
96 OCT -9 AM 9:47
DIVISION OF CORPORATIONS

Sincerely yours,

Peg Dasher

Peg Dasher
Administration

mmd

Enclosure: Check# 53087

Amended & Restated
Articles W/ name change

LFJ 10-18-96

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS , INC.
A Not -For-Profit Corporation
(Formerly Jacksonville Faculty Practice Association, Inc.)

FILED
96 OCT -9 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Department of State
Tallahassee, FL 32

The undersigned, as Chairperson of the Board of Directors and Secretary of **UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS , INC.** ("Corporation), a not-for-profit corporation organized for scientific, educational and charitable purposes under the provisions of Chapter 617, Florida Statutes, does hereby certify:

That the original name of the Corporation was University Hospital Academic Fund, Inc. and that the original Articles of Incorporation for the Corporation were filed with the Florida Secretary of State on October 17, 1978; and,

That an Amendment to the Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on August 27, 1987 to change the name of the Corporation to Jacksonville Faculty Practice Association, Inc.; and,

That on October 28, 1992, the Board of Trustees of the Corporation voted to amend and restate in their entirety the current Articles of Incorporation by a two-thirds (2/3) vote of its members as provided for in Article XI of the current Articles of Incorporation of the Corporation and on December 15, 1992 Amended and Restated Articles of Incorporation were filed with the Florida Secretary of State; and,

That on September 28, 1994, the Board of Directors of the Corporation voted to amend and restate in their entirety the current Amended and Restated Articles of Incorporation by a two-thirds (2/3) vote of the members as provided in Articles XI of the current Articles of Incorporation of the Corporation and on February 23, 1995 the Amended and Restated Articles of Incorporation were filed with the Florida Secretary of State; and'

That on March 29, 1995, the Board of Directors of the Corporation voted to amend and restate in their entirety the current Amended and Restated Articles of Incorporation by a two-thirds (2/3) vote of its members as provided in Article XI of the current Articles of Incorporation; and, That any amendments included in this restatement have been adopted pursuant to Section 617.1007(4), Florida Statutes, and there are no discrepancies between the Corporation's Articles of Incorporation as previously amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

NOW, THEREFORE, Based on the foregoing, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I.
NAME

The name of the corporation shall be: **UNIVERSITY OF FLORIDA JACKSONVILLE PHYSICIANS, INC.** (a not-for-profit corporation). The principal office and place of business of the Corporation shall be 653 West 8th Street, Jacksonville, Duval County, Florida, 32209.

ARTICLE II.
PURPOSES, LIMITATIONS AND DISSOLUTION

Section 1. Purposes The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes in support of the University of Florida Health Science Center in the City of Jacksonville, Florida and its associated programs and not for pecuniary profit.

Section 2. Limitations on Actions All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes set forth herein, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation or participate in any political campaign on behalf of any candidate for public office. The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) or an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its income to its members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

Notwithstanding anything contained herein to the contrary, the Corporation shall have neither the power nor the authority to take any action or do anything in violation of the Practice Plan as approved by the Chancellor of the Board of Regents of the State of Florida or the rules of the Board of Regents, as amended from time to time.

Section 3. Dissolution Upon dissolution of the Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to the University of Florida Jacksonville Healthcare, Inc. provided that it is exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), for use only by the University of Florida College of Medicine, preferably for its medical programs in Jacksonville, Florida, or in the event that such organization is not in existence or not exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws), the remaining assets of the Corporation shall be distributed to such scientific, educational and charitable organizations ruled exempt by Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any subsequent revenue laws), as may be selected by the last Board of Directors of the Corporation and none of the assets shall be distributed to any members, officers, or directors of the Corporation.

ARTICLE III
POWERS

Subject to the limitations set forth in Article II, the Corporation shall have all the powers and authorities as are now or may hereafter be granted to Corporations not-for-profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell, and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for public welfare and for charitable, scientific and educational purposes.

ARTICLE IV
MEMBERSHIP

The membership of the Corporation shall consist of those individuals designated in the Bylaws.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida and the rules of the Board of Regents

ARTICLE VI
OFFICERS

The officers of the Corporation and the manner of election or appointment thereof is as described in the Bylaws.

ARTICLE VII
BOARD OF DIRECTORS

The powers of the Corporation will be exercised, its property controlled and its affairs governed by the Board of Directors. Members of the Board of Directors will be elected or appointed as provided in the Bylaws.

ARTICLE VIII
STOCK AND DIVIDENDS PROHIBITED

The Corporation shall have no capital stock, pay no dividends, distribute no part of the net income to its members, officers, or directors, and the private property of its members shall not be liable for any obligations of the Corporation.

ARTICLE IX
AMENDMENT

Amendments to these Articles of Incorporation or Bylaws may be proposed and adopted by a vote of two-thirds (2/3) of all members of the Board of Directors, subject to approval by the President of the University of Florida and then the Chancellor of the Board of Regents.

ARTICLE X
OFFICE AND RESIDENT AGENT

Nancy D. Frashuer, whose office is located at 653 West 8th Street, Jacksonville, Florida, 32209, is designated as the Resident Agent to accept service of process for the Corporation within this state, and the Agent's acceptance is endorsed hereon.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Amended and Restated Articles of Incorporation for the purposes therein set forth, all as of this 24th day of July 1996.

By: ____________________
Louis S. Russo, Jr., M.D.
Chairperson, Board of Directors

Attest: ____________________
R. Donald Garrison, M.D.
Secretary

(Corporate Seal)

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Sworn to and subscribed by Louis S. Russo, Jr., M.D., as Chairperson of the Board of Directors and R. Donald Garrison, M.D., as Secretary, who personally appeared before me this 25th day of July, 1996 and who acknowledged before me that they are parties to the above and foregoing Amended and Restated Articles of Incorporation, and further acknowledged these Amended and Restated Articles of Incorporation to be their act and deed as the signers thereof, respectively, and that the facts therein contained are true.

____
Notary

LAURIE L MURPHY
My Commission CC[illegible]
Expires Aug. 11, [illegible]

Laurie L. Murphy
(Printed/Typed Name of Notary)

Comm No. CC399872 Expires: Aug. 11, 1998

Personally Known ✓ /ID Produced ____

FILED

96 OCT -9 PM 2:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESIDENT AGENT'S ACCEPTANCE

Having been named to accept service of process for University of Florida Jacksonville Physicians, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby agree to act in such capacity and agree to comply with the provisions of the applicable law relative to keeping open an office for such purpose.

Nancy D. Frashuer
Resident Agent