

Division of Corporations

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**F 9222**

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SCOTT PERMESLY, M.D., P.A.**

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SECRETARY OF STATE  
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SCOTT PERMESLY, M.D., P.A.**

Pursuant to Section 607.1007, Florida Statutes, SCOTT PERMESLY, M.D., P.A., a professional association organized under the laws of the State of Florida, and assigned document number F92622 (the "Corporation"), by its undersigned President, has adopted the following Amended and Restated Articles of Incorporation:

**1. Name.** The name of the Corporation is:

Scott Permesly, M.D., P.A.

**2. Purposes.** The purposes for which this Corporation is organized are as follows:

a. To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the practice of mental health services, and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapter 621, Florida Statutes.

b. In general, to do and perform any and all acts and things whatsoever which may be or become necessary, desirable, proper, convenient, connected with or related or incident to the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this Corporation shall not do any act or thing in conflict with any laws of the State of Florida applicable to the practice of mental health services.

**3. Principal Office and Mailing Address.** The address of the principal office and the mailing address of the Corporation is:

988 Boulevard of the Arts, #809  
Sarasota, FL 34236

**4. Authorized Shares.** The Corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

**5. Bylaws.** The bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

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6. **Registered Agent and Office.** The name of the registered agent and the address of the registered office of the Corporation is:

Roxanne Permesly, L.M.H.C.  
988 Boulevard of the Arts, #809  
Sarasota, FL 34236

7. **Officers and Directors.** The names and addresses of the officers and directors of the Corporation are:

Scott Permesly, M.D. - Director  
988 Boulevard of the Arts, #809  
Sarasota, FL 34236


Roxanne Permesly, L.M.H.C. - Director, President, and  
988 Boulevard of the Arts, #809 Secretary  
Sarasota, FL 34236

8. **Amendment.** This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Amended and Restated Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

9. **Restriction.** No share of the capital stock of this Corporation shall be issued to any person other than a professional corporation, a limited liability company, or an individual who is duly licensed or otherwise legally authorized to engage in the business of mental health services in the State of Florida. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to execute the voting power of any stock of this Corporation.

These Amended and Restated Articles of Incorporation were adopted by the sole shareholder and director of the Corporation on August 17, 2018. The number of votes cast for the Amended and Restated Articles of Incorporation by the shareholder was sufficient for approval.

IN WITNESS WHEREOF, the President of the Corporation has executed these Amended and Restated Articles of Incorporation on this 21 day of August 2018 (the "Execution Date").


  
Roxanne Permesly, L.M.H.C.  
President

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, is familiar with, and accepts, the obligations of that position.

**IN WITNESS WHEREOF**, the undersigned has executed this Acknowledgement of Registered Agent on the Execution Date.

  
Roxanne Permesly, L.M.H.C.  
Registered Agent