

H09835

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ANKLE AND FOOT CENTER.COM

COR AMND/RESTATE/CORRECT OR O/D RESIGN
ANKLE & FOOT CENTER OF TAMPA BAY, P.A.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ANKLE & FOOT CENTER OF TAMPA BAY, P.A.**

Pursuant to the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, **ANKLE & FOOT CENTER OF TAMPA BAY, P.A.**, a Florida professional service corporation (the "Corporation"), does hereby adopt the following Amended and Restated Articles of Incorporation.

FIRST: The name of the Corporation is: Ankle & Foot Center of Tampa Bay, P.A.

SECOND: The Corporation was originally incorporated and the original Articles of Incorporation of the Corporation were filed with the Florida Department of State on June 27, 1984.

THIRD: The document number of the Corporation is: H09835.

FOURTH: The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety and replaced with the following:

**ARTICLE I
NAME**

The name of this corporation is Ankle & Foot Center of Tampa Bay, Inc.

**ARTICLE II
PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Seven Thousand Five Hundred (7,500) shares of the par value of One Dollar (\$1.00) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable. The shareholders shall have no preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the shareholders then holding shares of common stock.

**ARTICLE IV
DURATION**

This corporation shall have perpetual existence.

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**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address of this corporation is 2835 West DeLeon Street, Suite 101, Tampa, Florida 33609.

**ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the Registered Agent of this corporation is Scott M. LaBohn and the street address of the Registered Office is 38105 13th Avenue, Zephyrhills, Florida 33542.

**ARTICLE VII
BOARD OF DIRECTORS**

The number of directors of this corporation shall not be less than one (1), nor more than fifteen (15).

**ARTICLE VIII
RESTRAINT ON ALIENATION OF SHARES**

The corporation's Board of Directors is specifically authorized from time to time to adopt Bylaws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

**ARTICLE IX
AMENDMENT**

The shareholders of this corporation reserve the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on the Board of Directors and officers of the corporation are granted subjected to this reservation.

FIFTH: The foregoing Amended and Restated Articles of Incorporation of the Corporation were adopted effective as of April 5, 2018.

SIXTH: The foregoing Amended and Restated Articles of Incorporation of the Corporation were adopted by the directors and shareholders of the Corporation pursuant to a joint written consent of the Board of Directors and shareholders. The shareholders of the Corporation unanimously approved the Amended and Restated Articles of Incorporation.

[Signatures on Following Page]

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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 5th day of April, 2018.

ANKLE & FOOT CENTER OF TAMPA BAY, P.A.

By: Scott M. LaBohn
Scott M. LaBohn, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 5th day of April, 2018.

Scott M. LaBohn
Scott M. LaBohn, Registered Agent

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