

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 92301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$ PPD.

ORDER DATE : 05/12/97

ORDER TIME : 10:30 AM.

ORDER NO. :

CUSTOMER NO:

CUSTOMER: Hamrick, Perrey, Quilan + Smith, P.A.

DOMESTIC FILING

NAME: Peninsula Medical Associates, P.A.

ARTICLES OF INCORPORATION - RESTATED ARTICLES
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

Susana M. Romagosa

EXAMINER'S INITIALS:

W.P. Verney

800-42-8086

FILED
97 MAY 12 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restated
Articles

700002174877--0
-05/12/97--01058--024
*****82.50 *****82.50

700002174877--0
-05/12/97--01058--025
*****5.00 *****5.00

RECEIVED
97 MAY 12 PM 12:15
DIVISION OF CORPORATION

**RESTATED ARTICLES INCORPORATION
OF
PENINSULA MEDICAL ASSOCIATES, P.A.**

97 MAY 12 PM 3:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation adopts the following Restatement of its Articles of Incorporation:

I. RESTATEMENT:

ARTICLE I - NAME

The name of this corporation is Peninsula Medical Associates, P.A.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 4110 Manatee Avenue West Bradenton, Florida 34209, and the mailing address of this corporation is 4110 Manatee Avenue West Bradenton, Florida 34209.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in the practice of medicine and transacting any and all lawful business incident thereto.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is 10,000 with a par value of \$1.00 per share. The consideration to be paid for each shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only, issued in two series, "Series A" Common Stock and "Series B" Common Stock. Of the 10,000 authorized and outstanding shares of stock in this corporation, 8,000 shares shall be "Series A" Stock and 2,000 shares shall be "Series B" Stock. "Series A" Stock and "Series B" Stock shall be identical in all respects except that each series, voting as a group, shall have the right pursuant to Section 607.0732 of the Florida Statutes, to have the power to vote, as a group, on certain issues of corporate governance reserved to the shareholders as provided in the Corporation By-Laws.

Each 166-2/3 shares of Common Stock of the corporation outstanding on the date of adoption of this Restatement shall be surrendered and exchanged for 400 shares of Series A Stock and 200 shares of Series B Stock.

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the registered office of this corporation is 1401 Manatee Avenue West, Suite 920, Bradenton, Florida 34205 and the name of the registered agent of this corporation at that office is John V. Quinlan.

ARTICLE VII - BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of such number of members as shall be fixed by the shareholders in accordance with the By Laws of the Corporation, shall never be less than one. Until changed by the shareholders in accordance with the Corporation's By Laws, there shall be three directors whose names and addresses are:

Marc. S. Kallins

4110 Manatee Avenue West
Bradenton, FL 34209

Alexander C. Jungreis

4110 Manatee Avenue West
Bradenton, FL 34209

Steven Norris

4110 Manatee Avenue West
Bradenton, FL 34209

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any Incorporator, officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDING ARTICLES

Amendments to these Articles of Incorporation shall be made only on an affirmative vote of the shareholders representing eighty percent of all of the outstanding shares of "Series A" stock

and an affirmative vote of the shareholders representing eighty percent of all the outstanding shares of "Series B" stock entitled to vote at any regular meeting, or at special meeting of the corporation when shareholders are properly called with advance notice of the proposed amendment.

2. EFFECTIVE DATE:

This Restatement was adopted on the 21st day of April, 1997

3. CERTIFICATION OF ACTION ADOPTING RESTATEMENT PURSUANT TO SECTION 607.1007 (4) FLORIDA STATUTES:

This Restatement of the Articles of Incorporation required Shareholder approval. This Restatement of the Articles of Incorporation was approved by unanimous written action of all of the shareholders pursuant to Section 607.0704, Florida Statutes, and the number of votes cast for the amendment by the Shareholders was sufficient for approval as provided in Section 607.0732(2) Florida Statutes.

Dated this 21 day of April, 1997.

Peninsula Medical Associates, P.A.

By

Marc S. Kallins
Marc S. Kallins, President

Attest:

[Signature]
Secretary

Corporate Seal

STATE OF FLORIDA
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this 21 day of April, 1997, by Marc S. Kallins and Alexander Jung President and Secretary of Peninsula Medical Associates, P.A., a Florida corporation, on behalf of the corporation. They

- ☒ are personally known to me; or
☐ produced a driver's license issued by the Florida Department of Highway Safety and
Motor Vehicles as identification; or
☐ produced the following identification: _____

and did not take an oath.

(Affix Notary Seal)

Signature:

Cynthia C. Pillsbury
NOTARY PUBLIC, State of Florida at Large

Typed name: Cynthia C. Pillsbury

My Commission Expires: _____

My Commission No.: _____

Cynthia C. Pillsbury
Notary Public, State of Florida
My Comm. Expires March 15, 1998
Comm. No. CC 356147