

K97940

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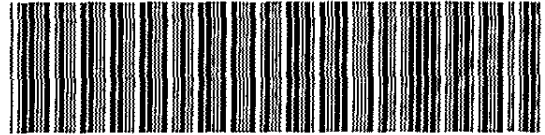
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*Amended & Restated art. & N/C*

V SHEPARD JUN 24 2003

**KEVIN I. DOWNEY**

ATTORNEY AT LAW

2631 N.W. 41st STREET, SUITE B-2  
GAINESVILLE, FLORIDA 32606

(352) 373 - 4554  
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June 17, 2003

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

Re: Filing Restated and Amended Articles of Incorporation for  
CFO Equipment Corporation

Gentlemen:

I am enclosing herewith the Restated and Amended Articles of Incorporation for CFO Equipment Corporation (document number K97940), changing the corporation's name to **Robert J. Brill, M.D., P.A.** and its nature from a general business corporation under Florida Statutes Chapter 607 to a professional service corporation under Chapter 621 Florida Statutes.

In addition, a check in the sum of \$43.75 is enclosed which represents the following fees:

Filing Fee:	\$ 35.00
Certificate of Status	<u>\$ 8.75</u>
Total	<u>\$ 43.75</u>

Please file the enclosed Restated and Amended Articles of Incorporation and then return the Certificate of Status to the above address reflecting the new name and status of the corporation.

Your prompt attention to this matter is appreciated. Thank you.

Sincerely,



Kevin I. Downey

Enclosures:

**RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF**

**CFO Equipment Corporation**

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Pursuant to the provisions of Chapter 621 and Chapter 607 of the Florida Statutes, Robert J. Brill, M.D., P.A., a Florida professional service corporation originally incorporated on July 1, 1989 and assigned document number K97940, which changed its name to CFO Equipment Corporation effective September 30, 2002, document number K97940, hereby adopts the following provisions as its Restated and Amended Articles of Incorporation, effective June 1, 2003:

AMENDED ARTICLE 1.   Name.           The name of the corporation is: **Robert J. Brill, M.D., P.A.**

AMENDED ARTICLE 2.   Purpose.       The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a)     To engage in every aspect of the practice of medicine, and all its fields of specialty.
- b)     To engage and render the professional services involved only through its officers, agents, and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c)     To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d)     To engage in no other business other than the rendition of the professional services specified herein.
- e)     To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE 3.           Stock.           The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debts or liability incurred to it by a stockholder before being notified on the transfer or levy on such shares.

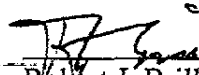
ARTICLE 4.   Existence.   The corporation shall have perpetual existence.

ARTICLE 5. Location. The street address in the State of Florida of the registered office of the proposed corporation is 1500 S.E. Magnolia Extension, Suite 204, Ocala, Florida 34471 and the name of its registered agent at such address is Robert J. Brill, M.D.

ARTICLE 6. Management. Business of the corporation shall be managed by the stockholders.

The undersigned certifies that the foregoing Restated and Amended Articles of Incorporation, including all Amendments to the Corporation's Articles of Incorporation, were approved by the unanimous vote of all shareholders and Directors of the Corporation, effective May 15, 2003.

**In Witness Whereof**, the undersigned President of the Corporation has executed these Restated and Amended Articles of Incorporation in the State of Florida, on the date appearing below.



Robert J. Brill, M.D., President

Date: 5/21/03

Written Consent In Lieu Of A  
Joint Meeting  
Of  
The Shareholders And Directors  
Of  
**CFO Equipment Corporation**

COPY


Pursuant to the Florida Statutes, the undersigned, being all the Directors and Shareholders of CFO Equipment Corporation, a Florida corporation located at 1500 S.E. Magnolia Extension, Suite 204, Ocala, in Marion County, Florida, hereby take and unanimously adopt the following Written Consent in Lieu of a Joint Meeting of the Shareholders and the Board of Directors effective May 15, 2003. Accordingly, it is:

**Resolved** that the Restated and Amended Articles of Incorporation attached hereto are hereby adopted for the corporation effective June 1, 2003.

**Resolved** that the President of the corporation, Robert J. Brill, M.D., is hereby authorized to execute the approved Restated and Amended Articles of Incorporation, and to file same with the State of Florida.

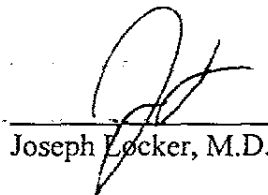
**Resolved**, that all other actions taken by the Officers and Directors of the Corporation since the last entry in the corporate minute book are ratified and approved in all respects.

By:



Robert J. Brill, M.D.

By:



Joseph Locker, M.D.