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¢ **COVER LETTER** Department of State **Division of Corporations** P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: (PROPOSED CORPORATE NAME - MUS UDE SUFFIX) Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for : \$87.50 **\$70.00** \$78.75 \$78,75 Filing Fee Filing Fee, Filing Fee Filing Fee & Certificate of & Certified Copy Certified Copy & Certificate Status ADDITIONAL COPY REQUIRED FROM: <u>RAYMOND</u> E. MAJOR, M.D. Name (Printed or typed) 917 Symphony Isles Blud Address Address Blud Apollo Beach, 71. 33572 City, State & Zip (813) 641 - 0709

NOTE: Please provide the original and one copy of the articles.

DocM.E., Inc. 917 Symphony Isles Blvd. \* Apollo Beach, Florida 33572

# **ARTICLES OF INCORPORATION (NON-PROFIT)**

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#### ARTICLE I. NAME

The name of this corporation is DocM.E., Inc.

# ARTICLE II. PRINCIPAL LOCATION

The principal office of the Corporation is located at 917 Symphony Isles Blvd. Apollo Beach, Florida 33572. The mailing address is 917 Symphony Isles Blvd. Apollo Beach, Florida 33572

# **ARTICLE III. PURPOSE AND OBJECTIVES**

Section I. Purpose

The purpose of this corporation is to provide educational services to the professional community.

#### Section II. Objectives

- 1. To identify educational needs of professional communities (eg: Physicians, Nurses)
- 2. To arrange educational sessions to meet these established needs
- 3. To assure the quality of the faculty and educational content of the sessions
- 4. To assess evaluations from the participants to respond to their educational needs

# ARTICLE IV. BOARD OF DIRECTORS

Section I. Make Up of the Board of Directors

The board of directors shall consist of the CEO of the corporation and a minimum of two other members including a vice president and secretary. The number of board members shall always be an odd number.

Section II. <u>Election of Board</u> Board members shall be elected annually by majority vote of the board.

Section III. Replacement of Board Members

Should a board member resign, a replacement may be suggested by that member or any other member of the board. The new member must be approved by a majority of the remaining members.

# Section IV. Removal

Any member of the Board of Directors may be removed without cause by the vote of a majority of the directors

#### Section V. <u>Authority</u>

The board of directors shall have authority for the general management of the operations of the Corporation

#### Section VI. Compensation

The members of the Board of Directors shall serve on a voluntary basis and shall receive no payment for their services

#### Section VII. Meeting

The board of Directors shall hold at least one meeting annually. This may be through any communication method.

Section VIII <u>Quorum</u> A quorum at any meeting shall be one third (1/3) of the members of the Board of Directors plus one.

# ARTICLE V. INITIAL DIRECTORS AND OFFICERS

CEO and member Board of Directors: Raymond E. Major, MD 917 Symphony Isles Blvd. Apollo Beach, Fl 33572

Board of Directors Lynn Perry PO Box 411 Kent, CT 06757

Board of Directors

Carson Meehan Octavia St. New Orleans, LA

# ARTICLE VI. <u>REGISTERED AGENT</u>

The initial registered agent of the Corporation shall be Raymond E. Major, MD. The street address of the registered agent is: 917 Symphony Isles Blvd. Apollo Beach, Florida 33572.

### ARTICLE VII. INCORPORATOR

The incorporator of the Corporation shall be Raymond E. Major, MD. The street address of the incorporator is: 917 Symphony Isles Blvd. Apollo Beach, Florida 33572.

#### ARTICLE VII: AMENDMENTS

These by-laws may be amended or repealed or new by-laws may be adopted at any meeting of the Board of Directors provided that notice of the proposed amendment or repeal or supplement be provided to all directors at least five (5) calendar days in advance of the meeting at which it is to be considered.

# ARTICLE VIII. DISSOLUTION OF ASSETS

In the event of dissolution of the Corporation, assets shall be donated to a non-profit corporation selected by the Board of Directors or sold at book value and the proceeds donated to a non-profit corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

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Signature, Raymond/E. Major, MD/Registered Agent

Signature, Raymond/E. Major, MD. Incorporator

12/05/05 Date 12/05/05	0EC - 6 PM 5:	
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