

N95000001887

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

400001461294
-04/20/95--01062--013
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PALM BEACH COUNTY RADIOLOGICAL SOCIETY, INC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

☐ Mail out ☒ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 20 AM 11:49

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**ARTICLES OF INCORPORATION
OF
PALM BEACH COUNTY RADIOLOGICAL SOCIETY, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

ARTICLE I - NAME

The name of this corporation is PALM BEACH COUNTY RADIOLOGICAL SOCIETY, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

116 Quayside Drive
Jupiter, Florida 33477

ARTICLE III - PURPOSE

The purpose for which the corporation is to be formed is to provide education services within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 with respect to the practice of radiological medicine and, to do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its Members, Directors or Officers except as permitted under the Florida Not for Profit Corporation Act.

ARTICLE IV - QUALIFICATION OF MEMBERS

The qualifications for members and the manner of their admission shall be regulated with the By-Laws of the corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 116 Quayside Drive, Jupiter, Florida 33477 and the name of the initial registered agent of this corporation at that address is Steven Schneider, M.D.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Steven Schneider, M.D.
116 Quayside Drive
Jupiter, Florida 33477

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors constituting the Initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws but in no event shall be less than three (3). The names and addresses of the Initial Board of Directors of this corporation are:

1. Steven Schneider, M.D.
116 Quayside Drive
Jupiter, Florida 33477
2. Bruce Distell, M.D.
8716 Eagle Run Drive
Boca Raton, Florida 33434
3. Robert D. Burke, M.D.
11 Sheldrake Lane
Palm Beach Gardens, Florida 33418
4. Lee M. Katims, M.D.
2195 St. Charles Way
Boca Raton, Florida 33434

ARTICLE VIII - BOARD OF DIRECTORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the Members.

ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the Officers who shall be elected at the annual meeting each year to serve for the ensuing year. The Officers of the Corporation shall serve until their respective successors in office shall be elected and duly qualified.

ARTICLE X - REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Members, Directors, Officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(e)(2) of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, The Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the

corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

DATED this 23 day of March, 1995.



STEVEN SCHNEIDER, M.D.

STATE OF FLORIDA)
COUNTY OF PALM BEACH)ss.
)

The foregoing instrument was acknowledged before me by STEVEN SCHNEIDER, M.D. who is personally known to me and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of March, 1995.

(SEAL)


Notary Public State of
Florida, at Large

My commission expires:

RUTH A. CLORAN
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires April 9, 1996
Commission No. CC 192842
Bonded thru Patterson - Decht Agency.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 20 AM 11:49

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted pursuant to 48.091(1) and 007.034, Florida Statutes:

PALM BEACH COUNTY RADIOLOGICAL SOCIETY, INC., desiring to organize under the laws of the State of Florida, being in the County of Palm Beach at 116 Quynside Drive, Jupiter, Florida 33477 has named Steven Schneider, M.D., located at that same address, as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the Corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.

Dated this 23 day of March, 1995.

By: Steven Schneider
Steven Schneider, M.D.
Registered Agent