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ACCOUNT NO. : 072100000032

REFERENCE : 708754 6517A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 2, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 708754

CUSTOMER NO: 6517A

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****122.50 ****122.50

CUSTOMER: Mary Fendle, Legal Assistant
DEAN, MEAD, EGERTON,
BLOODWORTH, CAPOUANO & BOZARTH
800 North Magnolia Avenue
Suite 1500
Orlando, FL 32803

FILED
96 JAN -2 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: MID-FLORIDA IPA, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: T. BROWN JAN - 3 1996

RECEIVED
96 JAN -2 AM 11:16
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
MID-FLORIDA IPA, INC.

FILED
96 JAN -2 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be Mid-Florida IPA, Inc.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

AND MAILING ADDRESS OF CORPORATION

The address of the principal office and the mailing address of the corporation is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803.

ARTICLE III - PURPOSES AND POWERS OF CORPORATION

A. This corporation is organized as a non-profit corporation to provide the following services and/or for the following purposes:

1. To contract with (i) third party payors of medical services, (ii) physician organizations, (iii) physician hospital organizations, (iv) other managed care organizations, (v) physicians and (vi) other health care providers to provide quality managed health care services in an efficient and competitive manner, including entering into compensation arrangements containing financial incentives for the efficient

utilization of health care services by members of managed care plans, including capitation and other risk-sharing arrangements;

2. To enable the corporation's members and other physicians or health care providers to offer competitive and comprehensive medical services to managed care plans, payors and other purchasers of medical services, either alone and/or in collaboration or integration with one or more hospitals, other health care providers or otherwise;

3. To provide an efficient means for physicians having medical staff privileges at one or more hospitals in the Central Florida area to engage actively and creatively in managed care programs to benefit citizens of the Central Florida area through the delivery of more cost effective, quality medical care;

4. To organize and/or participate in one or more physician hospital organizations, other physician organizations or joint ventures, corporations, limited liability companies, partnerships or arrangements to facilitate the accomplishment of any of the foregoing purposes; and

5. To engage in and carry out any and all acts and to exercise any and all corporate powers which are permitted under the laws of the state of Florida for corporations not-for-profit to the extent incidental or reasonably necessary to any of the foregoing purposes and/or to the extent not otherwise inconsistent with these Articles of Incorporation.

B. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth in Article III.A.

2. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

ARTICLE IV - ELECTION OF DIRECTORS

The board of directors of the corporation shall be elected as provided in the Bylaws; provided that the initial directors shall be elected by the incorporator promptly following the filing of these Articles of Incorporation and such initial directors shall complete the organization of the corporation. The board of directors shall at all times consist of at least three (3) persons.

ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803, and the name of the initial registered agent of this corporation at that address is Alan H. Daniels. The board of directors may from time to time designate a new registered office and registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Alan H. Daniels	800 North Magnolia Avenue, Suite 1500 Orlando, Florida 32803

ARTICLE VII - DISSOLUTION OF CORPORATION

Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose or shall be distributed to one or more not-for-profit corporations as and to the extent provided in the corporation's plan of distribution. Any 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.

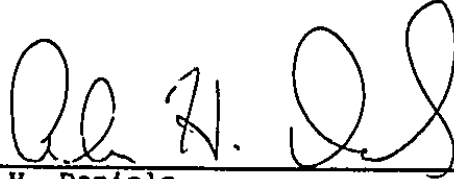
ARTICLE VIII - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of filing.

ARTICLE IX - INDEMNIFICATION

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

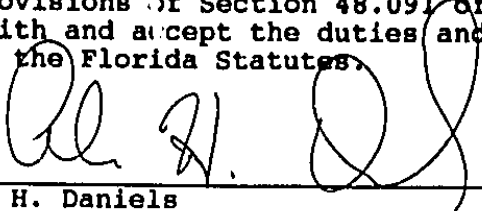
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 29th day of December, 1995.



Alan H. Daniels

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.



Alan H. Daniels

Date: December 29, 1995