

Division of Corporations

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## Florida Department of State

Division of Corporations

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## FLORIDA PROFIT CORPORATION OR P.A.

Albert H. Wilkinson, III, M.D., P.A.

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION  
OF  
ALBERT H. WILKINSON, III, M.D., P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is ALBERT H. WILKINSON, III, M.D., P.A.

ARTICLE II.

PURPOSE

This corporation is organized for the purpose of rendering professional medical services and engaging in and transacting all other business not in conflict with said purpose as may be permitted under the laws of the State of Florida.

ARTICLE III.

PROFESSIONAL CORPORATION RESTRICTIONS

This corporation shall be a professional corporation governed by the provisions of Chapter 621, Florida Statutes. This corporation shall not issue its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional medical services. No shareholder of this corporation may enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock. No shareholder of this corporation may sell or transfer his or her shares of capital stock of this corporation except to an individual or entity that is eligible under the provisions of Chapter 621, Florida Statutes, to be a shareholder of a professional corporation providing medical services. If any officer, shareholder, agent or employee of this corporation who has been

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rendering professional service to the public becomes legally disqualified to render such professional services within this state or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in, this corporation forthwith.

#### ARTICLE IV.

##### PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 836 Prudential Drive, Suite 807, Jacksonville, Florida 32207.

#### ARTICLE V.

##### COMMENCEMENT OF EXISTENCE

The existence of the corporation shall commence on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence shall commence on the date of filing of these Articles of Incorporation.

#### ARTICLE VI.

##### CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock with a par value of One Cent (\$0.01) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the board of directors of this corporation.

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**ARTICLE VII.****INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation in the state of Florida is One Independent Drive, Suite 3000, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is MABM Corporate Services, Inc. The board of directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**ARTICLE VIII.****INCORPORATOR**

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

MABM Corporate Services, Inc.  
One Independent Drive, Suite 3000  
Jacksonville, Florida 32202

**ARTICLE IX.****AMENDMENTS**


These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or board of directors may repeal, amend, or adopt bylaws for the corporation, pursuant to these articles, except that the shareholder(s) may prescribe in any bylaw made by them that such bylaw shall not be altered, repealed, or amended by the board of directors.

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IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand this 19th day of January, 2000.

MABM CORPORATE SERVICES, INC.,  
a Florida corporation  
Incorporator

By:   
Daniel B. Nunn, Jr., Vice President

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
ALBERT H. WILKINSON, III, M.D., P.A.**

Pursuant to Section 607.0501, Florida Business Corporation Act, MABM Corporate Services, Inc., located at One Independent Drive, Suite 3000, Jacksonville, Florida, 32202, having been named as registered agent to accept service of process upon ALBERT H. WILKINSON, III, M.D., P.A., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 19<sup>th</sup> day of January, 2000.

**MABM CORPORATE SERVICES, INC.,**  
a Florida Corporation  
Registered Agent

By   
Daniel B. Nunn, Jr., Vice President

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