

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000026003

Family Medicine of Naples, P.A.

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00 MAR 14 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAR 14 AM 11:03
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by: LM 3/14 9:48

Name Date Time

Walk-In Will Pick Up

T SMITH MAR 14 2000

ARTICLES OF INCORPORATION
OF
FAMILY MEDICINE OF NAPLES, P.A.

The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice medicine in the State of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is:

FAMILY MEDICINE OF NAPLES, P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is:

28321 S. Tamiami Trail, Suite 2, Bonita Springs, Florida 34134.

The name of the initial registered agent of the corporation, located at that office, is Patricia A. Alessi.

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

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ARTICLE IV

PURPOSE

The purpose of the corporation is to engage in every phase and aspect of the business of rendering the same professional services to the public that doctors of medicine, duly licensed under the laws of the State of Florida, are authorized to render.

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of medicine is not less than \$500.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida, including, but not limited to, the following: To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherances of any of the purposes enumerated in these Articles of Incorporation or any amendments thereof, and either alone or in association with other

corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes and objects of this professional corporation.

ARTICLE VIII

INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is:

<u>Name</u>	<u>Address</u>
Albert G. Alessi, D.O.	677 Myrtle Rd., Naples, Florida 34108.
Patricia A. Alessi, D.O.	677 Myrtle Rd., Naples, Florida 34108.

ARTICLE IX

DIRECTORS

The corporation is to be managed by a board of directors. The number of initial directors constituting the initial board of directors is two (2), and the names and addresses of the initial directors are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Patricia A. Alessi, D.O.	President	677 Myrtle Rd., Naples, Florida 34108.
Albert G. Alessi, D.O.	Secretary/Treasurer	677 Myrtle Rd., Naples, Florida 34108.

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one (1) year and until the election and qualification of a successor. The number of directors set forth in these articles of

incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X

BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 120 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators of this corporation, have executed these articles of incorporation in , Florida on this 13 day of March, 2000.

Albert G. Alessi
Albert G. Alessi

Patricia A. Alessi
Patricia A. Alessi

STATE OF FLORIDA)
):SS
COUNTY OF Lee)

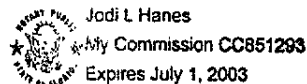
BEFORE ME a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared, Albert G. Alessi and Patricia A. Alessi, to me known to be the persons who have executed the foregoing Articles of Incorporation, by the following identifications:

- personally shown to me. -, and they have acknowledged before me that they have executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 13 day of March, 2000.

Jodi L. Hanes
Notary Public, State of Florida

My Commission Expires: July 1, 2003



**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
WHOM THE PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST: FAMILY MEDICINE OF NAPLES, P.A., desiring to organize under the laws of the State of Florida with it's principal office as indicated in the Articles of Incorporation:

28321 S. Tamiami Trail, Suite 2
Bonita Springs, Florida 34134

SECOND: The name and address of the initial Registered Agent, and it's agent to accept service of process within the state for this Corporation is:

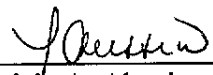
Patricia A. Alessi
28321 S. Tamiami Trail, Suite 2
Bonita Springs, Florida 34134.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the initial registered agent of the corporation, located at that office, is

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.



Patricia A. Alessi

This Instrument Prepared By:
RICHARD MILITANA, ESQUIRE
9500 NATIONS ROAD
WEBSTER, FLORIDA 33597