

# CAPITAL CONNECTION, INC.

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PO000003 2797

Douglas W. Blotch, M.D., P.A.

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☒ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

☒ Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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Signature

Requested by: LS

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Date

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## **ARTICLES OF INCORPORATION FOR PROFESSIONAL CORPORATION**

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

### **I**

#### **Name Of Corporation, Principal Office and Mailing Address**

The name of this corporation shall be Douglas W. Klotch, M.D., P.A.

The principal office of this corporation shall be 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612.

The mailing address of this corporation shall be 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612.

### **II**

#### **Purposes**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of medicine, and all its fields of specializations, as are engaged in by medical doctors.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be medical doctors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

### **III**

#### **Capital Stock**

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 7,500 shares of common stock at one dollar (\$1.00) per share par value.

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TALLAHASSEE, FLORIDA

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to medical doctors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### **IV Duration**

The corporation shall have perpetual existence.

#### **V Registered Agent**

The address of this corporation's initial registered office is 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612 and the name of its initial registered agent at said address is Douglas W. Klotch, M.D.

#### **VI Incorporator**

The name and address of the Incorporator is as follows: Douglas W. Klotch, M.D., 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612

#### **VII Board of Directors**

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this corporation is:

Douglas W. Klotch, M.D. 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612

#### **VIII Informal Shareholder Action**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

#### **IX Severance and Termination of Employment**

If any officer, directors, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts

owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

**X**  
**Informal Director Action**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

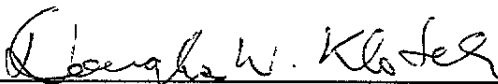
**XI**  
**Indemnification**

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

**XII**  
**Bylaw Amendment**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

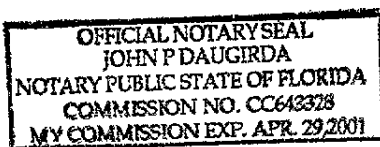
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 28<sup>th</sup> day of March, 2000.

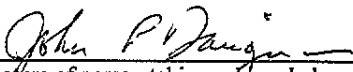
  
\_\_\_\_\_  
Douglas W. Klotch, M.D., Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28 day of March, 2000 by Douglas W. Klotch, M.D., who is personally known to me or who has produced \_\_\_\_\_ as identification.



  
\_\_\_\_\_  
Signature of person taking acknowledgment  
JOHN P DAUGIRDA  
\_\_\_\_\_  
Name typed/printed/stamped  
NOTARY  
\_\_\_\_\_  
Title  
My commission expires: 4/29/2001

## CERTIFICATE DESIGNATING REGISTERED AGENT

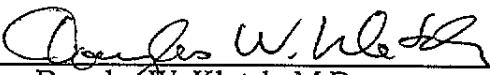
In pursuance of Chapter 48 and Chapter 607 and Chapter 621, Florida Statutes, the following is submitted in compliance with said Act:

That Douglas W. Klotch, M.D., P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612, has named Douglas W. Klotch, M.D. located at 3450 E. Fletcher Ave. Suite 250, Tampa, Florida, 33612, as its 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 place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: \_\_\_\_\_

  
Douglas W. Klotch, M.D.  
Registered Agent

Date: \_\_\_\_\_

3/29/2000

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