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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Family Medical Associates
of FL. Inc.*

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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

FILED
01 MAR 30 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
2001 MAR 30 AM 10:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOT RECORDED
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Signature

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WC *3/30* *10:30*

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Date

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S. PAYNE

MAR 30 2001

S. PAYNE

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A+R Articles

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

FILED
01 MAR 30 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

FAMILY MEDICAL ASSOCIATES OF FL, INC.

Pursuant to Section 607.1006 of the Florida Statutes, these Amended and Restated Articles of Incorporation of Family Medical Associates of FL, Inc. have been approved by the directors on March 13, 2001, and shareholder action was not required.

ARTICLE I
NAME

The name of this corporation is **FAMILY MEDICAL ASSOCIATES OF FL, INC.**

ARTICLE II
BUSINESS TO BE TRANSACTED

The nature of the business to be transacted by the corporation is:

To provide and engage in the business of medical consultation, advice, practice, services and products, including, but not limited to dispensing of pharmaceutical products, devices and services, as well as other medical related services for diagnosis and evaluation and related products and services.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; and

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the state of Florida and all other states and countries; and

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

To purchase the corporate assets of any other corporation and engage in the same other character of business; and

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other

evidences of indebtedness created by any other corporation of the state of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which incorporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III CAPITAL STOCK

This corporation shall be authorized to issue **1,000 (One Thousand)** shares of common stock.

ARTICLE IV TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE V PRINCIPLE OFFICE

This corporation shall have its principle office in the city of Ft. Myers, county of Lee, State of Florida, at **1413 SE 23rd Place, Cape Coral, Florida 33990**. The mailing address for the corporation is **1413 S.E. 23rd Place, Cape Coral, Florida 33990**.

ARTICLE VI REGISTERED AGENT OFFICE

The street address of the registered office of this corporation in the state of Florida is **13141 McGregor Boulevard Suite 9, Fort Myers, Florida 33919**. The directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is **Raymond L. Schumann** whose address is **13141 McGregor Boulevard Suite 9, Fort Myers Florida 33919**.

ARTICLE VII DIRECTORS

This corporation shall have 2 (Two) directors. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders.

Adam Fisher
1413 S.E. 23rd Place
Cape Coral, Florida 33990

Robert J. Kaplan
7681 Mulberry Lane
Naples, Florida 34114

**ARTICLE VIII
INCORPORATORS**

The incorporators to these Articles of Incorporation are:

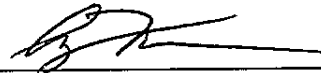
Adam Fisher
1413 S.E. 23rd Place
Cape Coral, Florida 33990

**ARTICLE IX
CORPORATE OFFICERS**

The following-named persons shall hold the indicated offices of the corporation for the first year, from the date of incorporation or until their successors are elected and qualified:

Adam Fisher, President
1413 S.E. 23rd Place
Cape Coral, Florida 33990

Robert J. Kaplan, Vice President
7681 Mulberry Lane
Naples, Florida 34114




Adam Fisher, Director

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, a Notary Public, personally appeared Adam Fisher, ~~who is personally known to me or~~ who produced FL Drivers license as identification, as President and who executed the foregoing Amended and Restated Articles of Incorporation.

My Commission Expires:


Signature of Notary Public



Print, type or stamp commissioned
name of Notary