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	NonProfit	Resignation of RA Officer/Director		
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#### ARTICLES OF INCORPORATION

**OF** 

### THE RENAISSANCE MEDICAL GROUP, P.A.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and the Professional Service Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

#### ARTICLE I - NAME

The name of the Corporation is: THE RENAISSANCE MEDICAL GROUP, P.A.

#### ARTICLE II - PRINCIPAL OFFICE

The address of the Corporation's principal office is 509 Jackson Street North, St. Petersburg, Florida 33705.

#### <u>ARTICLE III - PURPOSES</u>

The purposes for which this Corporation is organized are as follow:

- 1. To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the practice of medicine and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapter 621, Florida Statutes.
- 2. In the course or furtherance of such practice of medicine, to invest funds in real estate, mortgages, stocks, bonds or any other investments of any conceivable type whatsoever, and to own any real or personal property necessary or incidental to such practice of medicine.
- 3. In general, to do and perform any and all acts and things whatsoever which may be or become necessary, desirable, proper, convenient, connected with or related or incident to

the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this Corporation shall not do any act or thing in conflict with any laws of the State of Florida applicable to the practice of medicine.

#### ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue ten thousand (10,000) shares of common stock, having a par value of One Cent (\$.01) per share.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Corporation is C. Philip Campbell, Jr., Shumaker, Loop & Kendrick, LLP, 101 E. Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

#### ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Victoria J. Elliot

Shumaker, Loop & Kendrick, LLP 101 E. Kennedy Boulevard, Suite 2800 Tampa, Florida 33602

#### ARTICLE VII - STOCK TRANSFERABILITY

No stockholder of the Corporation may sell or transfer his or her shares in the Corporation except to another individual or entity who is eligible to be a stockholder of the Corporation under the laws of the State of Florida.

#### ARTICLE VIII – STOCK OWNERSHIP

The Board of Directors shall require any officer, stockholder, agent, or employee of the corporation, who has been rendering professional medical services to the public and who becomes legally disqualified to render such professional medical services within the State of Florida, or who accepts employment that, pursuant to existing law, places restrictions or

limitations upon his continuing to render such professional medical services, to sever all employment with, and financial interests in, the Corporation forthwith.

#### **ARTICLE IX - RESTRICTION**

No shares of this Corporation shall be issued except to an individual who is duly licensed to practice medicine in the State of Florida.

#### ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any person who is or was an officer, director, employee or agent of the Corporation, or was serving at the request of the Corporation as an officer, director, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of July, 2000.

Victoria J. Ellio

Incorporator

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

- 1. The name of the Corporation is: THE RENAISSANCE MEDICAL GROUP, P.A.
- 2. The name and address of the registered agent and office is:

C. Philip Campbell, Jr. Shumaker, Loop & Kendrick, LLP 101 E. Kennedy Boulevard, Suite 2800

Tampa, Florida 33602

Dated: July 13, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

C. Philip Campbell, Jr., Registered Agent

Dated: July 13, 2000