

PO0000079132

GOULD, COOKSEY, FENNELL,
O'NEILL, MARINE, CARTER & HAFNER P.A.

JOHN R. GOULD (1921-1988)
BYRON T. COOKSEY
DARRELL FENNELL
EUGENE J. O'NEILL*†
CHRISTOPHER H. MARINE

979 BEACHLAND BOULEVARD
VERO BEACH, FLORIDA 32963

TELEPHONE (561) 231-1100

FACSIMILE (561) 231-2020

DAVID M. CARTER
TODD W. FENNELL, LLM
TROY B. HAFNER, LLM‡
SUSAN L. CHENAULT‡
BRIAN J. CONNELLY

* BOARD CERTIFIED IN CIVIL TRIAL
AND BUSINESS LITIGATION
† ALSO ADMITTED IN MA AND DC

‡ BOARD CERTIFIED IN ESTATES & TRUSTS
‡ ALSO ADMITTED IN MD

August 7, 2000

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-08/09/00--01036--008
*****78.75 *****78.75

Division of Corporations
Florida Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Selcuk A. Tombul, D.O., P.A.

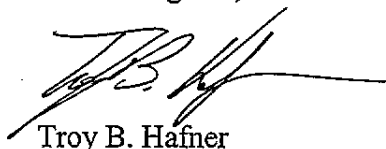
Dear Sir or Madame:

Enclosed for filing with your office is the original Articles of Incorporation of Selcuk A. Tombul, D.O., P.A. Also enclosed is this firm's check in the amount of \$78.75 representing payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy	<u>8.75</u>
Total	<u>\$ 78.75</u>

An extra copy of the Articles of Incorporation is enclosed for your use in providing a certified copy to the undersigned once the Articles have been filed. Of course, if you should have any questions concerning the enclosed documents, please do not hesitate to give me a call.

Kindest regards,



Troy B. Hafner

TBH/jkl
Enclosures

2589
W000-20099

FILED
SECRETARY OF STATE
DIV. OF CORPORATIONS
00 AUG 21 AM 11:01

cf 8/22/00

LAW OFFICES OF
GOULD, COOKSEY, FENNELL,
O'NEILL, MARINE, CARTER & HAFNER P.A.

JOHN R. GOULD (1921-1988)
BYRON T. COOKSEY
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‡ ALSO ADMITTED IN MD

August 17, 2000

Claretha Golden
Document Specialist
Division of Corporations
Florida Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

FILED
STATE
DIVISION OF
CORPORATIONS
00 AUG 21 PM 11:01

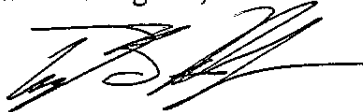
Re: Articles of Incorporation for Selcuk A. Tombul, D.O., P.A.
Letter Number 200A00043852

Dear Ms. Golden:

Enclosed for filing with your office is the revised original and one copy of the Articles of Incorporation of Selcuk A. Tombul, D.O., P.A., together with a copy of your letter of August 15, 2000. I would very much appreciate it if you would process the filing as soon as possible.

Thank you very much.

Kindest regards,



Troy B. Hafner

TBH/jkl
Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG 21 AM 11:01

August 15, 2000

TROY B. HAFNER, ESQUIRE
979 BEACHLAND BOULEVARD
VERO BEACH, FL 32963

SUBJECT: SELCUK A. TOMBUL, D.O., P.A.
Ref. Number: W00000020099

We have received your document for SELCUK A. TOMBUL, D.O., P.A.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00043852

ARTICLES OF INCORPORATION
OF
SELCUK A. TOMBUL, D.O., P.A.
PROFESSIONAL ASSOCIATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 21 AM 11:01

The undersigned incorporator, being a natural person competent to contract, hereby presents these Articles for the formation of a corporation under the provisions of Chapter 621, Florida Statutes, known as the Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is SELCUK A. TOMBUL, D.O., P.A. The address of the principal office of the corporation is 8005 Bay Street, Suite 3, Sebastian, Florida 32958 and the mailing address is the same.

ARTICLE II

PURPOSE OF BUSINESS AND POWERS OF CORPORATION

The general purpose of the business to be transacted, promoted and carried on by this corporation and the powers of this corporation are:

(1) To render professional medical services to the general public in every phase, aspect and manner that a physician, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed or otherwise duly authorized to render such professional services within the State of Florida as required for physician services.

(2) To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of the professional services set out herein.

(3) To do any and everything necessary, suitable, convenient and proper for the accomplishment of any of the purposes or attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation, or any amendment

thereof, necessary or incidental to the protection and benefit of the corporation, with all of the powers now or hereafter conferred by the laws of the State of Florida upon professional service corporations; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation as otherwise permitted by law.

ARTICLE III

AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having par value of \$.01, each and all of which shall be paid for in lawful money of the United States of America or in property, labor or services; provided further that where said stock is paid for in or by labor, property or services, such valuation shall be fixed by the incorporators or by the Board of Directors in the amount provided for by Statute and the stock shall be fully paid and non-assessable. This corporation shall not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same professional services as those for which this corporation is incorporated.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, to include treasury shares and authorized but unissued shares, of the same kind, class or series, as to that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 8005 Bay Street, Suite 3, Sebastian, Florida 32958, and the name of the initial registered agent of this corporation at that address is Selcuk A. Tombul.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). It shall not be required that the directors be stockholders of the corporation; however, all directors shall be required to possess the same professional qualifications as shareholders are required to possess. The name and address of the initial director of this corporation are:

NAME

ADDRESS

Selcuk A. Tombul

8005 Bay Street, Suite 3
Sebastian, Florida 32958

ARTICLE VIII

INCORPORATOR

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

NAME

ADDRESS

Selcuk A. Tombul

8005 Bay Street, Suite 3
Sebastian, Florida 32958

ARTICLE IX

VOTING TRUSTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X

RESTRAINT ON ALIENATION OF SHARES

The Board of Directors is hereby specifically authorized to adopt Bylaws restraining the alienation of shares and providing for the purchase or redemption by the corporation of its shares; provided, however, that such provisions dealing with the purchase or redemption by the corporation of its shares may not be invoked at a time or in a manner that would impair the capital of the corporation. No shareholder of this corporation may sell or transfer his share of the stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved by no less than a majority of the outstanding stock. If any officer, shareholder, director, agent, or employee of this corporation who has been rendering professional services to the public shall become legally disqualified to render such professional services within the State, or shall be elected to office or shall accept employment which, pursuant to existing laws, shall place restrictions or limitations upon his continuing the rendering of such professional services, then he shall sever all employment with, and financial interest in, this corporation forthwith, and such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the Bylaws adopted by the Board of Directors.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII

POWERS

All of the corporate powers set forth in the Florida General Corporation Act and in the Professional Service Corporation Act shall be applicable to this corporation except that if any of the provisions of the Professional Service Corporation Act are interpreted to be in conflict with the


Florida General Corporation Act, the provisions as set forth in the Professional Service Corporation Act shall take precedence.

ARTICLE XIII

INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 4th day of August, 2000.

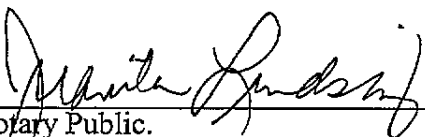

Selcuk A. Tombul, D.O.

STATE OF FLORIDA

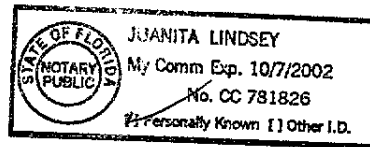
COUNTY OF INDIAN RIVER

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SELCUK A. TOMBUL, who has produced n/a as identification or who is personally known to me to be the persons who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 4th day of August, 2000.

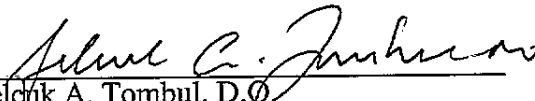


Notary Public.
My commission expires



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation of registered agent on behalf of SELCUK A. TOMBUL, D.O., P.A. and acknowledges that he is familiar with and accepts the obligations provided for in Florida Statute Section 607.0505.


Selcuk A. Tombul, D.O.

00 AUG 21 PM 11:01
SECRET
OFFICE OF THE
CLERK OF THE
SUPREME COURT
OF FLORIDA