

PO0000089544

THOMAS GRADY REED, III, P.A.  
ATTORNEYS AT LAW  
107 NORTH PALAFOX STREET  
POST OFFICE BOX 13247  
PENSACOLA, FLORIDA 32591-3247

THOMAS G. REED, III  
J. STEVEN FORD

TELEPHONE (850) 432-1100  
FAX (850) 432-3525

September 14, 2000

FILED  
SEP 20 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

300003399933--2  
-09/20/00--01099--006  
\*\*\*\*131.25 \*\*\*\*87.50

Re: Elton K. Gaddy, M.D., P.A.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation and Designation And Acceptance Of Registered Agent for the above professional service corporation. Also enclosed is a check in the amount of \$131.25 for the filing fee, the registered agent fee, the certified copy fee and the certificate fee. Please file the articles upon receipt.

If I have overlooked anything, please let me know.

Very truly yours,

*Reed*

Thomas Grady Reed, III

TGR/

cc:

Elton K. Gaddy, M.D.

9-21  
WCC

ARTICLES OF INCORPORATION  
OF PROFESSIONAL SERVICE CORPORATION  
ELTON K. GADDY, M.D., P.A.

FILED  
00 SEP 20 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME: The name of the professional service corporation shall be Elton K. Gaddy, M.D., P.A.

ARTICLE II

PURPOSES: The professional service corporation is organized for the purpose of providing medical services through the employment of physicians and other health care professionals licensed by the State of Florida. The corporation may do anything necessary and proper to accomplish the purposes herein set forth and do anything incidental thereto which is not forbidden under the laws of the State of Florida. The corporation may invest its assets in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

ARTICLE III

CAPITAL STOCK: The corporation is authorized to issue 100 shares of \$1.00 par value common stock, all of one class and series. The corporation may not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated.

#### ARTICLE IV

SEVERANCE AND TERMINATION OF EMPLOYMENT: If any officer, director, 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 shareholders'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.

#### ARTICLE V

INITIAL DIRECTOR: The initial director of the corporation is Elton K. Gaddy, M.D., 2401 Langley Avenue, Suite A, Pensacola, Florida 32504.

#### ARTICLE VI

PRINCIPAL OFFICE AND MAILING ADDRESS: The street address of the principal office and the mailing address of the corporation is 2401 Langley Avenue, Suite A, Pensacola, Florida 32504.

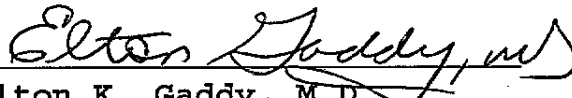
#### ARTICLE VII

INITIAL REGISTERED AGENT AND ADDRESS: The name and address of the corporation's initial registered agent is Lora E. Gaddy, 2401 Langley Avenue, Suite A, Pensacola, Florida 32504.

ARTICLE VIII

AMENDMENT: The power to adopt, alter, amend or repeal these Articles 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.

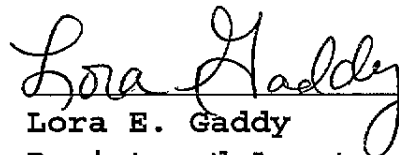
IN WITNESS WHEREOF, the undersigned, acting as Incorporator, has executed these Articles of Incorporation this 13 day of September, 2000.



Elton K. Gaddy, M.D.  
2401 Langley Avenue, Suite A  
Pensacola, Florida 32504  
Incorporator

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as Registered Agent of Elton K. Gaddy, M.D., P.A., and having been designated to accept service of process for the corporation at 2401 Langley Avenue, Suite A, Pensacola, Florida 32504, I hereby accept the appointment as Registered Agent and agree to act in that 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 obligations of my position as registered agent.



Lora E. Gaddy  
Registered Agent  
Date: 9/13/00

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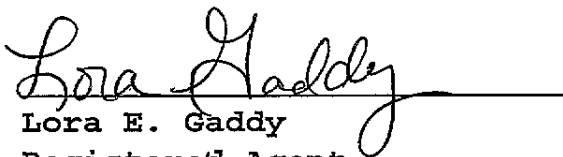
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Lora E. Gaddy  
Registered Agent  
Date: 9/13/00