

May 20, 2024 10:10AM

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BOCA RATON OUTPATIENT LASER CENTER PATHOLOGY
SERVICE**

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Corporate Filing Menu

Help

H24000177364 3

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BOCA RATON OUTPATIENT LASER CENTER PATHOLOGY
SERVICES, INC.
*A Florida corporation***

Pursuant to the provisions of section 607.1007, Florida Statutes, Boca Raton Outpatient Laser Center Pathology Services, Inc., adopts the following amendment and restatement to its Articles of Incorporation which were filed on October 2, 2000, effective September 27, 2000, and assigned Document #P00000093544.

ARTICLE I - NAME

The name of the Corporation is BOCA RATON OUTPATIENT LASER CENTER PATHOLOGY SERVICES, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESSES

The principal place of business of the Corporation is 5150 Linton Boulevard, Suite 250 Delray Beach, Florida 33484.

The mailing address of the Corporation is c/o Gelber & Company, 11450 Interchange Circle North, Miramar, Florida 33025.

ARTICLE III - PURPOSE AND DURATION

The Corporation is organized for any lawful purpose or purposes and its duration shall be perpetual.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue is as follows:
(i) one hundred (100) shares of Class A Voting common stock, par value (\$0.01) per share and
(ii) one thousand one hundred (1,100) shares of Class B Non-Voting common stock, par value (\$0.01) per share. The Class B Non-Voting shares shall have no voting rights except as may be required by Florida Statutes. Except as to voting rights and, except as may otherwise be provided in an agreement signed by all the shareholders, if any, each class of shares shall otherwise be identical in all respects.

ARTICLE V - DIRECTORS

The number of Directors shall be determined in accordance with the Bylaws of the Corporation.

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ARTICLE VI – REGISTERED AGENT/OFFICE

The name and Florida street address of the registered agent of the Corporation are Ronald S. Gelber, 11450 Interchange Circle North, Miramar, Florida 33025.

ARTICLE VII – AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VIII – BYLAWS

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaws adopted by shareholders if the shareholders specifically provide such bylaws are not subject to amendment or repeal by the directors.

ARTICLE IX – ADOPTION

These Amended and Restated Articles of Incorporation amend and restate the provisions of the Articles of Incorporation of the Corporation in their entirety and have been adopted by the Board of Directors and all of the Shareholders of the Corporation on May 16, 2024. There is only one voting group entitled to vote on the foregoing amendments. The number of votes cast for said amendments by said voting group was sufficient for approval by that voting group.

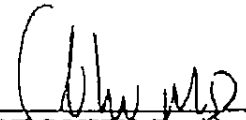
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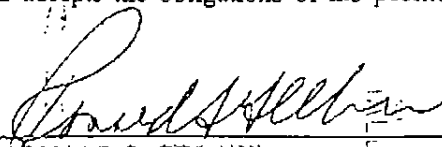
IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation
as of the 16th day of May, 2024.


ALBERT COHEN, President

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated corporation at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 607, F.S.

Dated: May 16, 2024


RONALD S. GELBER

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JUDICIAL CIRCUIT IN AND FOR
DADE COUNTY, FLORIDA

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