# P00000/05895

### ACCOUNT FILING COVER SHEET

Account Number	0721-00000-3	307	
Reference: (Sub Account)			A CO
Date:	11-13		CORP. CS
Requestor Name: Address:	Attorneys' Title Insui 660 East Jefferson St Tallahassee, Florida	treet Suite 200	Ŧ
Telephone: Contact:	850-222-2785 Barbara Keys	<b>5250</b> 1	
Name: Elizabeth F. Jruano M.D. P.A.			
Document Number:		2000034617	'728
(If Applicable)  Authorization:	To. Heyn	_	
Certificat	Copy (1-9) e of Status (1-9) mped Copy		
Call When Ready XX_ Walk In Mail Out	Call if Problem  Call if Problem  On NON 13 PM 2: 08  Call if State of Call of	After 2:30 XX_ Pick Up	



#### ARTICLES OF INCORPORATION

OF



## ELIZABETH A. TRIANA, M.D., P.A., a Florida professional service corporation

The undersigned subscribers to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopt these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, and other laws of the State of Florida.

#### ARTICLE I. NAME

The name of this professional service corporation is ELIZABETH A. TRIANA, M.D., P.A. its principal place of business is 3155 Harbor Boulevard, Suite 100, Port Charlotte, Florida 33952, and its mailing address is 3155 Harbor Boulevard, Suite 100, Port Charlotte, Florida 33952.

#### ARTICLE II. TERM OF EXISTENCE

This professional service corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Department of State.

#### ARTICLE III. PURPOSE

This professional service corporation is organized to engage in every phase and aspect of the practice of medicine. In addition, the professional service corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of professional services.

#### ARTICLE IV. CAPITAL STOCK

This professional service corporation is authorized to issue ONE HUNDRED shares of nopar value common stock, all of which shall be fully paid and non-assessable.

#### ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this professional service corporation is 3155 Harbor Boulevard, Suite 100, Port Charlotte, Florida 33952 and the name of the initial Registered Agent of this professional service corporation at that address is MICHAEL P. HAYMANS.

#### ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

The business of this professional service corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this professional service corporation. The name and post office addresses of the initial board of directors, the president, vice-president, secretary and treasurer who shall hold office for the first year of the existence of the professional service corporation or until their successors are elected or appointed and have qualified, are as follows:

#### ADDRESS

Dr. Elizabeth A. Triana

3155 Harbor Boulevard

Suite 100

Port Charlotte, Florida 33952

**OFFICERS** 

TITLE

ADDRESS

Dr. Elizabeth A. Triana

President,

3155 Harbor Boulevard

Vice President,

Suite 100

Secretary and

Port Charlotte, Florida 33952

Treasurer

#### ARTICLE VII. INCORPORATORS

The names and addresses of the incorporators are as follows:

**INCORPORATORS** 

ADDRESS

Dr. Elizabeth A. Triana

3155 Harbor Boulevard

Suite 100

Port Charlotte, Florida 33952

#### ARTICLE VIII. SUBSCRIBERS

The names and addresses of each subscriber to the shares of stock of the professional service corporation and a statement of the number of shares of stock which each agrees to take are as follows:

NAME
NO. OF SHARES
ADDRESS

Dr. Elizabeth A. Triana

100
3155 Harbor Boulevard
Suite 100
Port Charlotte, Florida 33952

#### ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer his stock in the professional service corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the State of Florida or is elected to a public office or accepts employment that places restrictions or limitations on his continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE X. AMENDMENT

The professional service corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned, have made, subscribed and acknowledged these Articles of Incorporation, this <u>10</u> day of November, 2000.

Dr. Elizabeth A. Triana, Incorporator

STATE OF FLORIDA COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this day of November, 2000 by DR. ELIZABETH A. TRIANA, who is personally known to me or who has produced as identification.

Signature of person taking acknowledgment

MICHAEL PHAYMANS

Michael P HAYMAN Name typed, printed or stamped

Commission Expiration

OFFICIAL NOT ARY SEAL
MICHAEL P HAYMANS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC849083
MY COMMISSION EXP. JUNE 26,2003

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICHER ASSECTION SEED OF STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Florida Statutes, Section 48.091 (1987), the following is submitted, in compliance therewith:

First: That, ELIZABETH A. TRIANA, M.D, P.A., a Florida professional service corporation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Punta Gorda, County of Charlotte, State of Florida, has named:

#### MICHAEL P. HAYMANS

located at 115 W. Olympia Avenue, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ELIZABETH A. TRIANA, M.D, P.A.

By:

Dr. Elizabeth A. Triana, President

#### **ACCEPTANCE**

Having been named to accept service of process for the above stated professional service corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.

Michael P. Haymans, Registered Agent