FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip) (Phone #)

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#### ARTICLES OF INCORPORATION

OF

### FRANCES M. MALLY, D.O., P.A.

The undersigned, for the purpose of forming a professional service corporation under Florida Law, and who is a natural person competent to contract, does hereby adopt the following Articles of Incorporation:

# ARTICLE 1

EFFECTIVE DATE The name of this Corporation shall be FRANCES M. MALLY, D.O., P.A.

### ARTICLE 2

This Corporation shall have perpetual existence, effective January 1, 2001.

## ARTICLE 3

This Corporation is organized for the purpose of rendering the specific professional service as a doctor of Osteopathic Medicine.

#### ARTICLE 4

The aggregate number of shares which the Corporation is authorized to issue is one thousand shares (1,000) shares, of common stock, with a par value of ONE (\$1.00) DOLLAR per share.

### ARTICLE 5

The street address of the initial registered office of the Corporation is: 5881 N.W. 151 Street, #101, Miami Lakes, Florida 33014, and the name of its initial registered agent at such address is PAUL SALVER.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the h:\salver\docs\2001\malley-articles-pa-0102.doc

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.

PAUL SALVER

## ARTICLE 6

The address of the principal office of the Corporation is

16714 N.W. 18<sup>th</sup> Street Pembroke Pines, FL 33028

# **ARTICLE 7**

The number of Directors constituting the initial Board of Directors of the Corporation is ONE (1). The number of directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the person who is to serve as a member of the initial Board of Directors is:

FRANCES M. MALLY, D.O. 16714 N.W. 18<sup>th</sup> STREET PEMBROKE PINES, FL 33028

### ARTICLE 8

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE 9

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

#### ARTICLE 10

- A. These Articles of Incorporation are amendable upon approval by the Board of Directors of proposals submitted by the Stockholders and subsequently approved at a Stockholders meeting by fifty-one (51%) percent of the stock entitled to vote.
- B. Notwithstanding the amending process contained in Paragraph A above, amendments may be made upon written approval by all of the Stockholders.

# **ARTICLE 11**

The name and address of the incorporator is:

PAUL SALVER 5881 N.W. 151 STREET, SUITE 101 MIAMI LAKES, FLORIDA 33014

PAUL SALVER, Incorporator

DATED