

UPCHURCH, BAILEY AND UPCHURCH, P. A.

ATTORNEYS AT LAW  
ESTABLISHED 1925

780 NORTH PONCE DE LEON BOULEVARD  
SAINT AUGUSTINE

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PLEASE REPLY TO  
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HAMILTON D. UPCHURCH  
FRANK D. UPCHURCH, JR.  
OF COUNSEL

FRANK D. UPCHURCH  
(1894-1986)

FILED  
FEB - 1 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PO1000012406

January 30, 2001

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

Re: David J. Gross, M.D., P.A.  
Our File No. 6-00-548

500003623085--7  
-02/01/01--01064--011  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

I enclose herewith an original and one copy of the Articles of Incorporation of the above-named corporation. Please file the document and furnish me with a certified copy.

You will note that Article IX of the Articles of Incorporation sets out the name and address of the Registered Agent of the Corporation.

Likewise, enclosed is my check payable to the Secretary of State in the amount of \$87.50 which I estimate to be sufficient to cover the charges for your filing fee, corporate charter, including a certified copy of the charter document, and registration of registered agent.

Sincerely yours,

*James Sullivan*

for Frank D. Upchurch, III

FDUIII:jrs  
Enclosures

*JP 2-2-01*

**ARTICLES OF INCORPORATION**  
**OF**  
**DAVID J. GROSS, M.D., P.A.**

**FILED**  
01 FEB -1 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, for the purpose of forming a professional corporation under the Florida Business Corporation Act and Professional Service Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is David J. Gross, M.D., P.A.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this professional corporation is the rendering of medical services to the public.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this professional corporation is authorized to have outstanding at any one time is five hundred (500) shares of stock at par value of \$1.00 per share.

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#### ARTICLE IV

##### Initial Capital

The amount of capital with which this professional corporation will begin business is not less than \$500.00.

#### ARTICLE V

##### Term of Existence

This professional corporation is to exist perpetually.

#### ARTICLE VI

##### Directors

This professional corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

#### ARTICLE VII

##### Initial Directors and Officers

The name and address of each member of the first Board of Directors and the officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
David J. Gross, M.D.	1100 S. Ponce de Leon Blvd. St. Augustine, Florida 32086	President/Secretary/ Treasurer/Director

## ARTICLE VIII

### Subscribers

The name and address of the subscriber to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
David J. Gross, M.D.	1100 South Ponce de Leon Blvd. St. Augustine, Florida 32086

## ARTICLE IX

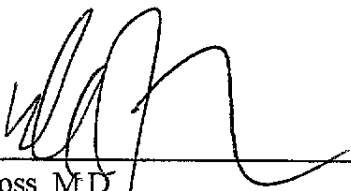
### Principal Office, Initial Registered Office and Registered Agent

The street address and mailing address of the principal office of the professional corporation is 1100 South Ponce de Leon Boulevard, St. Augustine, Florida 32086 and the street address of the initial registered office of the professional corporation is 780 North Ponce de Leon Boulevard, St. Augustine, Florida 32084 and the name of the registered agent for the service of process at that address is John D. Bailey, Jr.

ARTICLE X

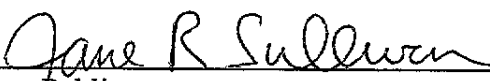
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

  
\_\_\_\_\_  
David J. Gross, M.D.

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

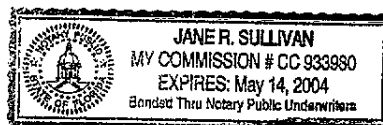
THE FOREGOING instrument was acknowledged before me this 29<sup>th</sup> day of January, 2001, by David J. Gross, M.D., who (    ) is personally known to me or (    ) has produced Florida driver's license number FL G-620-170-35-206-0 as identification.

  
\_\_\_\_\_  
Notary Public

(Name of notary, typed/printed)

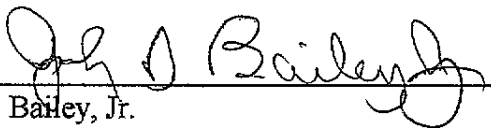
My commission number: \_\_\_\_\_

My commission expires: \_\_\_\_\_



**ACCEPTANCE BY REGISTERED AGENT**

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing professional corporation.

  
\_\_\_\_\_  
John D. Bailey, Jr.

**FILED**  
01 FEB - 1 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA