

PO1000033484

LAW OFFICE OF
JONATHAN W. SHIRLEY, P.A.
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171 CIRCLE DRIVE
MAITLAND, FLORIDA 32751

JONATHAN W. SHIRLEY

ADMITTED IN FLORIDA,
WEST VIRGINIA &
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BOARD CERTIFIED TAX LAWYER

TELEPHONE (407) 629-8333
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March 27, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
3/23/01

500003924285--9
-03/28/01--01085--010
*****122.50 *****78.75

Attention: New Filing Section

Re: Articles of Incorporation of Osteopathic Center for Health, P. A.

Gentlemen:

Enclosed are two original copies of the Articles of Incorporation of Osteopathic Center for Health, P. A., together with a check in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) in payment of the Thirty-Five Dollars (\$35.00) filing fee, Thirty-Five Dollars (\$35.00) fee for designation of registered agent and Fifty-Two Dollars and Fifty Cents (\$52.50) certified copy fee. Once the Articles of Incorporation have been filed, the certified copy should be returned to this office.

If you have any questions, please contact me.

Laurie GAVE

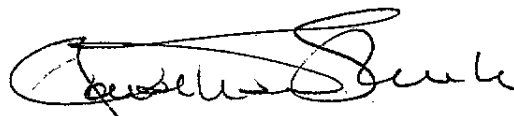
AUTHORIZATION BY PHONE TO

CORRECT Purpose

DATE 4/3

DOC. EXAM. SeB

Sincerely,


Jonathan W. Shirley

FILED
01 MAR 28 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JWS/lp

Enclosures

cc: Dr. Kenneth A. Ramey @ Osteopathic Center for Health, P. A.

APR 03 2001

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EFFECTIVE DATE
03/23/91

ARTICLES OF INCORPORATION
OF
OSTEOPATHIC CENTER FOR HEALTH, P. A.

FILED
01 MAR 28 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be OSTEOPATHIC CENTER FOR HEALTH, P. A.
PRACTICE OF MEDICINE

ARTICLE II - DATE OF EXISTENCE

This Corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 2887 Sand Bluff Cove, Oviedo, Florida, 32765.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 171 Circle Drive, Maitland, Florida, 32751. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent

of this Corporation at that address is Jonathan W. Shirley. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Name

Address

Kenneth A. Ramey, D. O.

2887 Sand Bluff Cove
Oviedo, Florida 32765

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be one (1).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

Name

Address

Kenneth A. Ramey, D. O.

2887 Sand Bluff Cove
Oviedo, Florida 32765

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - STOCK RESTRICTION AGREEMENTS

Agreements among this Corporation's shareholders or between this Corporation and its shareholders may include the following as valid matters of contract: (1) reasonable restrictions upon the transferability or assignment of the shares of stock of this Corporation; (2) obligations, or first refusal rights, to redeem or purchase shares of stock of this Corporation prior to a transfer or assignment of such shares; and (3) the manner in which the shareholders of this Corporation will vote their shares of stock of this Corporation; provided, however, that such agreements shall be made in accordance with the provisions of Sections §607.0731 and §607.0627 of the Florida Statutes. The Board of Directors is specifically authorized to approve agreements between this Corporation and its shareholders made in accordance with the provisions of Sections §607.0731 and §607.0627 of the Florida Statutes. Copies of any stock restriction agreement between this Corporation and its shareholders shall be maintained at the principal office of this Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Orange County, Florida, this 23rd day of March, 2001.

Kenneth A. Ramey, D.O.
Kenneth A. Ramey, D. O.

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section §607.0505 of the Florida Statutes.

Signature: Jonathan W. Shirley

Date: March 23rd, 2001