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PADEREWSKI, DANNHEISSER & SWEETING, P.A.

ALEXANDER G. PADEREWSKI  
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ATTORNEYS AT LAW  
1834 MAIN STREET  
SARASOTA, FLORIDA 34236  
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MICHAEL E. SWEETING  
MARK T. FLAHERTY

May 15, 2001

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

600004243486--4  
-05/18/01--01010--004  
\*\*\*122.50 \*\*\*\*\*78.75

Re: DOROTHY A. IZMIRLIAN, D.O., P.A.

Dear Sir:


Please find enclosed an original and duplicate of the Articles of Incorporation for the above-captioned corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing Articles of Incorporation	\$ 35.00
Registered Agent Filing Fees	\$ 35.00
Certified Copies of Articles	<u>\$ 52.50</u>
Total	\$122.50

I would appreciate your returning a certified copy to me.

Thank you for your cooperation.

Very truly yours,

  
ALEXANDER G. PADEREWSKI

AGP/as  
Enclosure

W01-11786  
FILED  
01 MAY 30 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BULLOCK MAY 30 2001





FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 23, 2001

PADEREWSKI, DANNHEISSER & SWEETING, P.A.  
ATTN: ALEXANDER G. PADEREWSKI  
1834 MAIN STREET  
SARASOTA, FL 34236

SUBJECT: DOROTHY A. IZMIRLIAN, D.O., P.A.  
Ref. Number: W01000011786

We have received your document for DOROTHY A. IZMIRLIAN, D.O., P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 101A00031835

**ARTICLES OF INCORPORATION**  
**OF**  
**DOROTHY A. IZMIRLIAN, D.O., P.A.**

**FILED**  
01 MAY 30 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and duly licensed to render services as such under the laws of the State of Florida, hereby forms a corporation for profit under the professional service corporation laws and other laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation shall be DOROTHY A. IZMIRLIAN, D.O., P.A.

**ARTICLE II**  
**NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be:

(a) To engage in every phase and aspect of rendering to the public the same professional services a duly licensed person under the laws of the State of Florida is authorized to render, but such professional service shall be rendered only through its officers, employees and agents who are duly licensed to practice medicine in the State of Florida.

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of professional services.

(c) To do anything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and

benefit of the corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the furtherance of the purposes or objects of the corporation.

The paragraphs of this Article shall be construed as both objects and purposes of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

### **ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share.

### **ARTICLE IV INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is \$150.00.

### **ARTICLE V TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE VI ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida, and its initial mailing address is 2205 Alpine Avenue, Sarasota, Florida.

The Board of Directors may from time to time move the principal office to any other

address in Florida.

## **ARTICLE VII DIRECTORS**

This corporation shall have one director, initially. The number of directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

## **ARTICLE VIII INITIAL DIRECTORS**

<u>Name</u>	<u>Address</u>
Dorothy A. Izmirlian	2205 Alpine Avenue Sarasota, Florida 34239

## **ARTICLE IX TRANSFERABILITY OF SHARES**

By stockholders' agreement or by-laws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including but not limited to, provisions for the transfer of the stock owned by a retiring, disabled, or deceased stockholder, or any stockholder required to sever financial interests in the corporation. The stockholders of this corporation shall have the sole power to adopt, amend or repeal by-laws for the management of this corporation.

## **ARTICLE X SHAREHOLDERS, LIMITATIONS**

Only persons who are active members of the Florida Bar in good standing may be shareholders in this corporation. No shareholder may sell or otherwise transfer his stock herein except to a person who is eligible to be a shareholder in this corporation.

No shareholder shall enter into a voting trust agreement or any other agreement which vests in another person the authority to exercise the voting power of any or all of its stock.

**ARTICLE XI**  
**OFFICERS AND DIRECTORS, LIMITATIONS**

No persons shall serve as a director of this corporation except an active member of the Florida Bar in good standing. No person shall be elected or shall serve as an executive officer of this corporation except as a shareholder in this corporation.

**ARTICLE XII**  
**TRANSACTION WITH INTERESTED DIRECTORS OR OFFICERS**

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transactions authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

**ARTICLE XIII**  
**REPLACING STOCK CERTIFICATES**

The Board of Directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

**ARTICLE XIV**  
**SUBSCRIBERS**

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

<u>Name</u>	<u>Address</u>
Dorothy A. Izmirlian	2205 Alpine Avenue Sarasota, Florida 34239

**ARTICLE XV**  
**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 the stockholders' meeting by a majority of the stock entitled to vote thereon.

**ARTICLE XVI**  
**RESIDENT AGENT**

In accordance with Section 6-7.034 and Section 48.091, Florida Statutes, this corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as the City of Sarasota, County of Sarasota, State of Florida, has named Alexander G. Paderewski, 1834 Main Street, City of Sarasota, State of Florida, as its agent to accept service of process within this state.



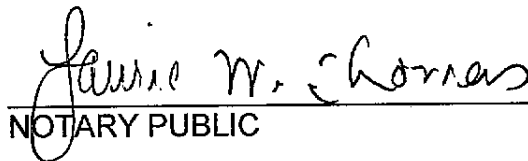
ALEXANDER G. PADEREWSKI

**STATE OF FLORIDA  
COUNTY OF SARASOTA**

The foregoing instrument was verified before me this 29 day of May, 2001,  
by ALEXANDER G. PADEREWSKI.



Laurie M. Thomas  
Commission # GC 818175  
Expires Apr. 16, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
NOTARY PUBLIC

Printed, Typed or Stamped Name of Notary

Personally known XXXX  
or Produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated  
corporation, at place designated in these Articles of Incorporation, I hereby accept to  
act in this capacity, and agree to comply with the provisions of said act relative to  
keeping open said office.



ALEXANDER G. PADEREWSKI