

CAPITAL CONNECTION, INC.

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Tony Y.T. Chen, M.O., P.A.

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DIVISION OF CORPORATIONS

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Signature

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Name

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Time

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
- ☒ Art of Inc. File
 - ☐ LTD Partnership File
 - ☐ Foreign Corp. File
 - ☐ L.C. File
 - ☐ Fictitious Name File
 - ☐ Trade/Service Mark
 - ☐ Merger File
 - ☐ Art. of Amend. File
 - ☐ RA Resignation
 - ☐ Dissolution / Withdrawal
 - ☐ Annual Report / Reinstatement
 - ☒ Cert. Copy
 - ☐ Photo Copy
 - ☐ Certificate of Good Standing
 - ☐ Certificate of Status
 - ☐ Certificate of Fictitious Name
 - ☐ Corp Record Search
 - ☐ Officer Search
 - ☐ Fictitious Search
 - ☐ Fictitious Owner Search
 - ☐ Vehicle Search
 - ☐ Driving Record
 - ☐ UCC 1 or 3 File
 - ☐ UCC 11 Search
 - ☐ UCC 11 Retrieval
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8/7/17

ARTICLES OF INCORPORATION

OF

TONY Y. T. CHEN, M.D., P.A.

The undersigned natural person, competent, licensed, or otherwise legally authorized to practice ophthalmology in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Professional Service Corporation and Limited Liability Company Act, of Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be TONY Y. T. CHEN, M.D., P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal office is 1598 U.S. 27 North, Avon Park, Florida 33825.

ARTICLE III: DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSE

The general nature and purpose of business to be transacted, promoted and carried on by the corporation are as follows:

- a) To engage in every aspect of the practice of ophthalmology, and all its fields of specialization, as are engaged in by ophthalmologists.
- b) To engage in and render professional services through its officers, agents and employees who shall be ophthalmologists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c) To own and operate medical clinics or offices for the purposes of providing professional services in the practice of ophthalmology.
- d) To invest its funds in real estate, mortgages, stocks, bonds and any other type of investment, and to own real and personal property, necessary for rendering professional services in the practice of ophthalmology as permitted by the Florida Professional Service Corporation and Limited Liability Company Act.

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e) To do everything necessary and proper in accomplishing the purposes set forth herein and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

f) To engage in no other business other than rendition of the professional services specified herein.

ARTICLE V: CAPITAL STOCK

a) The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time shall be One Hundred (100) shares of common stock with a par value of One Dollar (\$1.00) per share.

b) Shares of the corporation's stock and certificates shall be issued only to physicians or professional corporations in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

c) No shareholder may sell, pledge, or transfer his or her shares in the corporation except to another individual or professional corporation duly eligible to be a shareholder.

ARTICLE VI: INITIAL REGISTERED AGENT

The initial Registered Agent shall be ROBERT E. LIVINGSTON and the Registered Agent's street address shall be 445 South Commerce Avenue, Sebring, Florida 33870.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is TONY Y. T. CHEN, M.D., 1598 U.S. 27 North, Avon Park, Florida 33825.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The name and address of the initial Director of the corporation is TONY Y. T. CHEN, M.D., 1598 U.S. 27 North, Avon Park, Florida 33825. The number of Directors may be increased or decreased from time to time by a resolution of a majority of the shareholders but shall never be less than one.

ARTICLE IX: SEVERANCE AND TERMINATION OF EMPLOYMENT


If any officer, director, shareholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on their continued rendering of such professional services, they shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the

corporation on account of professional services. Upon such disqualification of any shareholder, the shareholder's right to own stock in the corporation shall cease, and the corporation shall forthwith purchase such shareholder's shares and pay all amounts owing and lawfully due the shareholder by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X: INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 11th day of July, 2001.

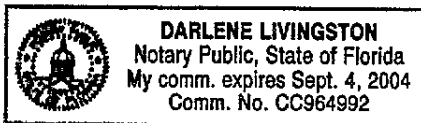

TONY Y. T. CHEN, M.D.
Incorporator

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 11th day of July, 2001, by TONY Y. T. CHEN, M.D., (who is personally known to me,) or who produced _____ as identification, and who did (did not) take an oath.


NOTARY PUBLIC

Notarial Seal and Commission



**CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED
AGENT**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the below mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida.

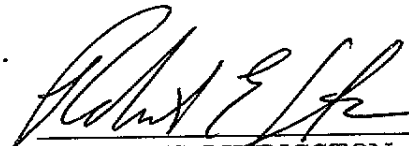
DESIGNATION

1. The name of the corporation is: TONY Y. T. CHEN, M.D., P.A.
2. The name and street address of the registered agent and office are: ROBERT E. LIVINGSTON, 445 South Commerce Avenue, Sebring, Florida 33870.

ACCEPTANCE

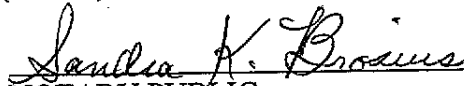
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

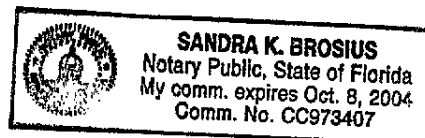
Executed this 13th day of July, 2001.


ROBERT E. LIVINGSTON
Registered Agent

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 13th day of July, 2001, by ROBERT E. LIVINGSTON, who is personally known to me, or who produced _____ as identification, and who did (did not) take an oath.


NOTARY PUBLIC



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