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DANIEL MEDINA, P.A.
ATTORNEY AT LAW

DANIEL MEDINA, J.D., LL.M.*
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July 27, 2001

Via Certified Mail Return Receipt Requested
Receipt No.: 7000 0520 0022 3668 9668
and Regular US Mail

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

In re: Stephanie L. Schmitt, M.D., P.A.

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-07/31/01--01087--009
*****78.75 *****78.75

Dear Sir or Madam:

Please find enclosed an original and one conformed copy of the Articles of Organization of **Stephanie L. Schmitt, M.D., P.A.**, with the Certificate of Designation of Registered Agent/Registered Officer attached. Please record and certify the original of the articles with the Secretary of State and return the conformed copy to my office in the enclosed self addressed and stamped envelope. My firm's check number 1518 in the amount of One Hundred Fifty-five Dollars (\$155.00) and made payable to Florida Dept. of State for recording fees as follows:

- | | |
|--|----------------|
| 1. Filing Fee for Articles of Incorporation..... | \$35.00 |
| 2. Designation of Registered Agent..... | 35.00 |
| 3. Certified Copy of Articles of Incorporation | 8.75 |
| | <u>\$78.75</u> |

Thank you for your attention to this matter. Please contact us at the number shown above if you should have any questions.

Sincerely,

DANIEL MEDINA, P.A.

By: 

Daniel Medina, LL.M.

DM/lms

Enclosures (as stated)

xc: Stephanie L. Schmitt, M.D. (without enclosures)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

STEPHANIE L. SCHMITT, M.D., P.A.

The undersigned, acting as the incorporators, desiring to form a corporation for profit pursuant to the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be:

STEPHANIE L. SCHMITT, M.D., P.A.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is:

STEPHANIE L. SCHMITT, M.D., P.A.
Post Office Box 7861
Lakeland, Florida 33807-7861

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSES

This corporation is organized pursuant to Chapter 621 of the Florida Statutes, as a "professional corporation" for the rendition of medical and surgical services. The nature of the business of the corporation shall be to render professional medical services to the public, and, in connection therewith, to perform all acts and provide all services, which are normally and customarily performed and provided by physicians admitted to practice medicine in the state of Florida. It is also intended that the corporation may own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, may invest in, trade in, deal in and with, products, goods, wares, and merchandise, real and personal property, and services of every kind, class, and description, and, in general, may conduct and transact any and all business activities to the extent not prohibited to a professional legal services corporation by the Florida Professional Service Corporation Act and other laws, rules, and regulations applicable to the corporation and its professional business.

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TALLAHASSEE FLORIDA

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is one thousand (1,000) shares, which shall be designated Common Shares with a par value of one dollar (\$1.00) per share. No one other than an individual who is duly licensed or legally authorized to render professional medical services in the state of Florida may be a shareholder of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

Any shareholder, who becomes legally disqualified to render professional medical services within the state of Florida, shall sever all employment with and financial interest in the Corporation. No shareholder of this corporation may sell or transfer her stock in the corporation except to another individual who is not eligible to be a shareholder of the corporation, or the corporation.

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

The street address of the initial registered office of the corporation in the state of Florida is 107 Morningside Drive, Suite A, Lakeland, FL 33803. The name of the initial registered agent of the corporation at such address is Daniel Medina, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may either increase or decrease from time to time provided by the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial directors are:

| <u>Name</u> | <u>Address</u> |
|----------------------------|--|
| STEPHANIE L. SCHMITT, M.D. | Post Office Box 7861 Lakeland, Florida 33807-7861 |

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator and subscriber of the corporation is:

| <u>Name</u> | <u>Address</u> |
|----------------------------|--|
| STEPHANIE L. SCHMITT, M.D. | Post Office Box 7861 Lakeland, Florida 33807-7861 |

Articles of Incorporation of Stephanie L. Schmitt, M.D., P.A.

ARTICLE IX - BY-LAWS

The powers to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act, from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of July, 2001.



STEPHANIE L. SCHMITT, M.D.
("Incorporator")

STATE OF FLORIDA,)
COUNTY OF POLK.)

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, this 24th day of July, 2001 by STEPHANIE L. SCHMITT, M.D., who

[] is personally known to me; or
☒ who has produced Florida Driver's License as identification.


NOTARY PUBLIC

My Commission Expires:

(Seal)

Daniel Medina, LL.M.
(Print Name)



Articles of Incorporation of Stephanie L. Schmitt, M.D., P.A.

ACCEPTANCE BY REGISTERED AGENT

DANIEL MEDINA, P.A., by its undersigned President, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.

REGISTERED AGENT:

DANIEL MEDINA, P.A. a Florida professional
association

By 

Daniel Medina, L.L.M., its President