

TRANSMITTAL LETTER

PO10000092123

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

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-09/19/01--01007--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: MICHAEL D. MCPHEE, M.D., P.A.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Martin I. Kalish, c/o Zuckerman Spaeder LLP  
Name (Printed or typed)

201 S. Biscayne Blvd., Suite 900  
Address

Miami, Florida 33131  
City, State & Zip

305-579-0110  
Daytime Telephone number

FILED  
01 SEP 18 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

G. BULLOCK SEP 20 2001

4

**ARTICLES OF INCORPORATION**

**OF**

**MICHAEL D. MCPHEE, M.D., P.A.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is:

MICHAEL D. MCPHEE, M.D., P.A.

ARTICLE II

The mailing address of the corporation is:

848 1<sup>st</sup> Avenue North, Suite 310  
Naples, Florida 34102

The address of the principal office is:

848 1<sup>st</sup> Avenue North, Suite 310  
Naples, Florida 34102

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida, including the practice of medicine.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, without par value.

ARTICLE VI

The address of the initial registered office is c/o Zuckerman Spaeder, L.L.P., 201 South Biscayne Boulevard, Miami Center – Suite 900, Miami, Florida 33131. The name of the corporation's registered agent at such address is Martin I. Kalish, who upon accepting this designation agrees to comply with the provisions of Section 48.091, *Florida Statutes*, as amended from time to time, with respect to keeping an office open for service of process. The certificate and written acceptance with respect to the registered office and registered agent appears at the conclusion of these Articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be fixed at less than one.

ARTICLE VIII

The number of directors constituting the initial board of directors is one, whose name and address is:

Michael D. McPhee, M.D.  
848 1<sup>st</sup> Avenue North, Suite 310  
Naples, Florida 34102

ARTICLE IX

The name and address of the Incorporator is:

Martin I. Kalish  
c/o Zuckerman Spaeder, L.L.P.  
201 South Biscayne Boulevard  
Miami Center – Suite 900  
Miami, Florida 33131

ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, Martin I. Kalish, being the Incorporator of this corporation, make and file these Articles of Incorporation this 17th day of September, 2001.

  
\_\_\_\_\_  
MARTIN I. KALISH, INCORPORATOR

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND CHAPTER 607, *FLORIDA STATUTES*,  
THE FOLLOWING IS SUBMITTED:

MICHAEL D. MCPHEE, M.D., P.A., DESIRING TO ORGANIZE OR QUALIFY UNDER THE  
LAWS OF THE STATE OF FLORIDA, HAS APPOINTED MARTIN I. KALISH, AN INDIVIDUAL WHO  
RESIDES IN THE STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA., MICHAEL D. MCPHEE, M.D., P.A.'S BUSINESS OFFICE IS IDENTICAL WITH  
THE REGISTERED OFFICE HEREUNDER FOR SERVICE OF PROCESS, AS FOLLOWS:

**REGISTERED OFFICE AND REGISTERED AGENT:**

Martin I. Kalish  
c/o Zuckerman Spaeder, L.L.P.  
201 South Biscayne Boulevard  
Miami Center – Suite 900  
Miami, Florida 33131



MARTIN I. KALISH, INCORPORATOR

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SECRETARY OF STATE  
TALLAHASSEE,  
FLORIDA

**WRITTEN ACCEPTANCE BY AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED  
CORPORATION, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH  
ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM  
FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND  
THIS POSITION, INCLUDING THE PROVISIONS OF SECTION 48.091, *FLORIDA STATUTES*.



MARTIN I. KALISH, AS REGISTERED AGENT  
FOR, MICHAEL D. MCPHEE , M.D., P.A.

STATE OF FLORIDA    )  
                                  ) SS:  
COUNTY OF DADE    )

SWORN TO AND SUBSCRIBED before me this 17th day of September, 2001.



Fabiola Zubizarreta  
My Commission DD060277  
Expires August 16, 2006

[NOTARIAL SEAL]

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: