

PO 1000096902

Please file the following Articles of Incorporation (an extra copy is enclosed. The fees of \$87.50 for the Filing Fees, Designation of Registered Agent, Certified Copy, and Certificate of Status are enclosed.

Coporate Name: Usha Kundu, MD, F.A.C.O.G., P.A.

Please contact the following if there are any questions or concerns. Please also mail all correspondence to the following:

Raymond G. Flores, C.P.A.  
809 Beverly Parkway  
Pensacola, Florida 32505  
850-435-6845

900004609009--9  
-09/24/01--01121--012  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

FILED  
01 OCT -4 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 04 2001

01222-0m  
7-



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 25, 2001

RAYMOND G. FLORES, C.P.A.  
809 BEVERLY PKWY  
PENSACOLA, FL 32505

SUBJECT: USHA KUNDU, MD, F.A.C.O.G., P.A.  
Ref. Number: W01000022210

We have received your document for USHA KUNDU, MD, F.A.C.O.G., P.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

We need an incorporator's name and address.

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) 245-6927.

Tracy Smith  
Document Specialist  
New Filing Section

Letter Number: 001A00053355

*Corrected, please see page 2.*  
*R.G.F.*

**RAYMOND G. FLORES, CPA**  
809 Beverly Pkwy  
Pensacola, Florida 32505  
Tele. (850) 435-6845

ARTICLES OF INCORPORATION  
OF  
USHA KUNDU, MD, F.A.C.O.G., P.A.

The undersigned incorporator, being one (1) in number, for the purpose of becoming a body corporation hereby adopt the following Articles of Incorporation.

FILED  
01 OCT -4 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I: NAME

The name of the this professional corporation shall be USHA KUNDU, MD, F.A.C.O.G., P.A., hereinafter referred to as the "Corporation."

ARTICLE II: DURATION

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE III: PURPOSE

The Corporation is organized for the purpose of engaging in the practice of Medicine (Gynecology & Obstetrics-MD), and for the purpose of transacting any or all other lawful business not inconsistent with the Laws of the State of Florida.

ARTICLE IV: CAPITAL STOCK

The aggregate number of shares of stock said corporation is authorized to have outstanding at any one time shall be 10,000 shares of voting common stock at \$1.00 par value. In doing so, it is stipulated that the total authorized capital of this corporation shall be valued at ten thousand dollars (\$10,000.00) divided into 10,000 shares at \$1.00 par value per share, all of which may be outstanding at any time when appropriately and lawfully issued. The amount of capital stock outstanding this corporation will begin business is set at 100 shares (\$100.00).

ARTICLE V: PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to shares of this corporation of the same kind, class, or series as that which the person holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

## ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The principal office and street address of the Corporation is: 4905 N. Davis Highway, Pensacola, Florida 32503.

The name of the registered agent of the corporation is: Usha Kundu, and the street office address of such registered agent and registered office of the Corporation is: 4905 N. Davis Highway, Pensacola, FL 32503.

## ARTICLE VII: INITIAL BOARD OF DIRECTORS AND OFFICERS

The number of directors of said corporation is hereby fixed no more than five. The number of directors to be chosen for any year is determined by the stockholders at the annual meeting for the election of directors. In provision the number of members of the Board of Directors shall consist of one member until the first annual stockholders' meeting.

The officers and board of directors are subject to the provision of the Articles of Incorporation, the by-laws of this corporation, and the laws of the State of Florida. They shall hold office for the first year of service of the corporation until successors are elected. The following are the qualified and elected directors and officers of the corporation for the first year:

Director/President & Secretary.....Usha Kundu

The names and addresses of each subscriber to this corporation and the number of shares that they agree to take and purchase are as follows:

1. Usha Kundu 100 shares  
4905 N. Davis Highway  
Pensacola, FL 32503

## ARTICLE VIII: INCORPORATORS

The name and street address of the incorporators of these articles of incorporation as follows:

1. Usha Kundu  
4905 N. Davis Highway  
Pensacola, Florida 32503

ARTICLE IX: 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 a stockholders' meeting by at least a majority vote of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X: BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI: SECTION 1244 STOCK

It is the intent of this charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, of the Internal Revenue Code of 1954 as amended.

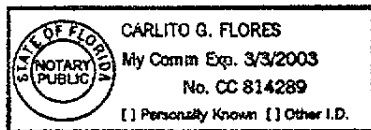
IN WITNESS WHEREOF, the undersigned incorporators have executed these foregoing Articles of Incorporation on this 1st Day of September, 2001.

Usha Kundu  
Usha Kundu, Incorporator

STATE OF FLORIDA:  
COUNTY OF ESCAMBIA:

This day, before the undersigned Notary Public, Usha Kundu personally appeared. This individual executed the foregoing Articles of Incorporation and acknowledged similar purposes, objectives, and limitations expressed therein.

IN TESTIMONY WHEREOF, I have set my signature and affix my official seal this 1st day of September, 2001.



Carlito G. Flores

STATEMENT OF SUBSCRIPTION TO CAPITAL STOCK OF  
USHA KUNDU, MD, F.A.C.O.G., P.A.

STATE OF FLORIDA:  
COUNTY OF ESCAMBIA:

Before me, the undersigned authority, Usha Kundu, personally appeared. She duly swears, deposes, and states as follows:

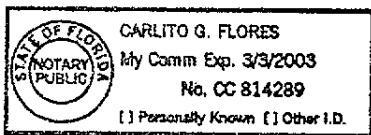
I am the person authorized and designated by USHA KUNDU, MD, F.A.C.O.G., P.A. to receive subscriptions of Capital Stock of this Corporation. And, I make this CERTIFICATE under oath in compliance with provision of the Code of Florida in conjunction with filing Articles of Incorporation of said Corporation in the Court of Florida.

The amount of capital which has been paid in is one hundred dollars (\$100.00) for the subscription of 100 shares of stock. The consideration of the above is either in cash, property, or service rendered to said corporation based on a vote of the Board of Directors.

Acknowledgement of receipt for the sum of one hundred dollars (\$100.00) was paid in full by the aforementioned subscribers in exchange for issuance of stock in order for a Corporation to be formed.

Usha Kundu, MD  
Usha Kundu

Sworn and subscribed before me this 1st day of September, 2001.



Carlito G. Flores  
Notary Public

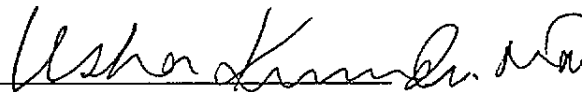
SUBSCRIPTION LIST OF CAPITAL OF  
USHA KUNDU, MD, F.A.C.O.G., P.A.

I, Usha Kundu, associate for the purpose of forming a Corporation to be known as USHA KUNDU, MD, F.A.C.O.G., P.A. in Escambia County in Pensacola, Florida designate Usha Kundu as the person to receive subscription for the capital of the corporation. The subscribed number of shares of stock are listed opposite the names of the subscribers. So doing, they agree to pay \$1.00 per share of stock as listed.

| SUBSCRIBER | SHARES | AMOUNT   |
|------------|--------|----------|
| Usha Kundu | 100    | \$100.00 |

I agree that the authorized capital of the corporation shall be set at ten thousand shares when lawfully issued, and that the stock shall have a par value of one dollar (\$1.00) per share. The total number of shares authorized upon incorporation shall be 10,000 shares valued at ten thousand dollars (\$10,000.00).

Dated this 1st day of September, 2001.

  
Usha Kundu

CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE  
OF FLORIDA.

1. The name of the corporation: USHA KUNDU, MD, F.A.C.O.G., P.A.

2. The name and address of the registered agent and office is:

Usha Kundu  
(NAME)

4905 N. Davis Highway  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Pensacola, Florida 32503  
(CITY/STATE/ZIP)

FILED  
01 OCT -4 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

Usha Kundu MD  
(SIGNATURE)

9/1/01  
(DATE)