

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P02000009604

Noor Merchant MD&Associates

PA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: [Signature]

Name _____

Date 1/28

Time _____

Walk-In _____

Will Pick Up _____

- ☒ 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 _____
- _____ Courier _____

J. BRYAN JAN 28 2002

ARTICLES OF INCORPORATION

OF

NOOR MERCHANT, M.D. & ASSOCIATES, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a physician duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act and other laws of the State of Florida:

ARTICLE I

Name of Corporation

The name of the corporation is **NOOR MERCHANT, M.D. & ASSOCIATES, P.A.**

ARTICLE II

Nature of Business

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

(a) To engage in the business of rendering all professional services to the public that a physician duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice medicine therein.

(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 medical services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes in these Articles of Incorporation or any amendment thereto, 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 accomplishment of the purposes or objects of the corporation. The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the corporation otherwise permitted by law.

MOSS, HENDERSON, BLANTON, LANIER, KRETSCHMER & MURPHY, P.A., VERO BEACH, FLORIDA

ARTICLE III
Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock. None of the shares of the corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

ARTICLE IV
Term of Existence

This corporation is to exist perpetually.

ARTICLE V
Initial Registered Office and Agent

The address of the corporation is 13060 U.S. Highway 1, Suite A, Sebastian, Florida 32958. The address of the initial registered office of this corporation is 817 Beachland Boulevard, Vero Beach, Florida 32963, and the name of the initial registered agent of this corporation at that address is Lewis W. Murphy, Jr.

ARTICLE VI
Initial Director

The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Noor M. Merchant	830 River Trail Vero Beach, Florida 32963

ARTICLE VII
Subscriber

The name and street address of the person signing the Articles of Incorporation as subscriber, who is a physician duly licensed under the laws of the State of Florida to render services as such, the number of shares of stock he agrees to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>	<u>Consideration</u>
Noor M. Merchant	830 River Trail Vero Beach, Florida 32963	50	\$50.00

ARTICLE VIII

Voting Trust

No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

ARTICLE IX

Restraint on Alienation of Shares

The shareholders of the corporation shall have the power to include in the By-Laws duly adopted by the stockholders, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of the corporation by any of its shareholders, or in the event of the death of any shareholder. No shareholder of the corporation may sell or transfer his or her shares therein except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved at a shareholder's meeting especially called for such purposes. If any shareholder shall become legally disqualified to practice medicine in the State of Florida, or be elected to a public office, or accept employment that places restrictions or limitations upon his or her continuous rendering of such professional services, such shareholder's shares of stock shall immediately become subject to purchase by the corporation in accordance with the By-Laws.

ARTICLE X

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 shareholders, and approved at a shareholder's meeting by a majority entitled to vote, unless all the directors and all the shareholders sign a written statement notifying their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of January 2002.

NOOR MERCHANT, M.D.
& ASSOCIATES, P.A.

By: Noor M. Merchant
Noor M. Merchant

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on the 10 day of January, 2002,
personally appeared before me Noor M. Merchant, to me personally known, or
produced personally known as identification and he acknowledged
before me that he executed the foregoing Articles of Incorporation for the uses and
purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said
County and State the day and year first above written.

Notary's Stamp



Mildred Moran
My Commission CC788490
Expires December 18, 2002

Mildred Moran

Name:

Notary Public, State of Florida

Commission No.

Commission Expires:

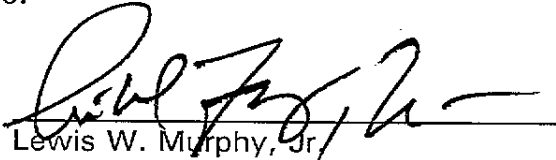
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

The following is submitted in compliance with Section 48.091, Florida Statutes:

Noor Merchant, M.D. & Associates, P.A., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named Lewis W. Murphy, Jr., as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

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


Lewis W. Murphy, Jr.

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