

CORP DIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FC

PO2000267442

CONTACT:

Pam

DATE:

6-19-02

REF. #:

0333 7307

CORP. NAME:

Berman, Hallgren & Schulman, D.O's. P.A.

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

RECEIVED
JUN 19 AM 11:03
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 502554 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

200005860062--6
-06/19/02--01040--014
*****78.75 *****78.75

COST LIMIT: \$

PLEASE RETURN:

- | | |
|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING |
| <input type="checkbox"/> CERTIFICATE OF STATUS | |

Examiner's Initials

6/19

☐ PLAIN STAMPED COPY

FILED
JUN 19 PM 12:12
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BERMAN, HALLGREN & SCHULMAN, D.O.'s, P.A.

FILED
02 JUN 19 PM 12:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

Article I - Name

The name of this Corporation shall be:

BERMAN, HALLGREN & SCHULMAN, D.O.'s, P.A.

Article II - Principal Office

The principal office and mailing address for this Corporation shall be:

BERMAN, HALLGREN & SCHULMAN, D.O.'s, P.A.
8250 Bryan Dairy Road - Suite 200
Largo, FL 33777

Article III - Duration

This corporation shall have perpetual existence.

Article IV - Purpose, Objects or Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

- (a) To engage solely and specifically in the business of carrying on the general practice of medicine, including but without limitation, the specialties of gastroenterology.
- (b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.
- (c) To own real and personal property necessary for the rendering of the above professional services.

(d) In general, to have and exercise all powers conferred by the laws of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

Article V - Capital Stock

This Corporation is authorized to issue one hundred thousand (100,000) shares of one cent (\$0.01) par value.

Article VI - Initial Registered Office and Agent

The initial registered office of this corporation shall be located at 442 West Kennedy Boulevard, Suite 340, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at such office shall be Frank J. Rief, III. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

Article VII - Directors

The number of Directors of this Corporation shall be not less than one (1) nor more than seven (7). The name and post office address of the member of the first Board of Directors of this Corporation who shall hold office for the first year of this existence of this Corporation or until his successor is elected and qualified, unless otherwise provided by the By-Laws are:

<u>Name</u>	<u>Address</u>
Arthur L. Berman, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777
Scott E. Hallgren, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777
Michael I. Schulman, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777

Article VIII - Incorporators

The name and street address of the incorporators making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Arthur L. Berman, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777
Scott E. Hallgren, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777
Michael I. Schulman, D.O.	8250 Bryan Dairy Road - Suite 200 Largo, FL 33777

Article IX - By-Laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or the United States.

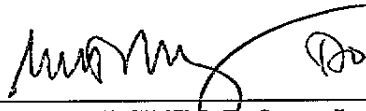
Article X - Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated this _____ day of _____, 2002.



ARTHUR L. BERMAN, D.O., as Incorporator



SCOTT E. HALLGREN, D.O., as Incorporator

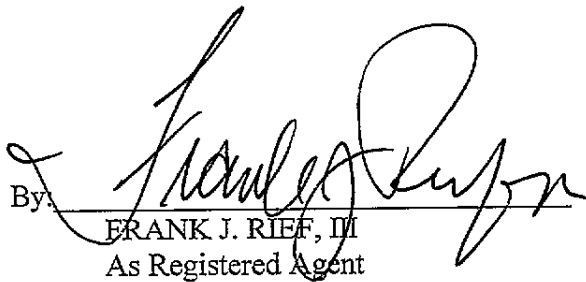


MICHAEL I. SCHULMAN, D.O., as Incorporator

BERMAN, HALLGREN & SCHULMAN, D.O.'s, P.A.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Frank J. Rief, III, having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Sections 607.0505 and 621, Florida Statutes.

By: 
FRANK J. RIEF, III
As Registered Agent

FILED
02 JUN 19 PM 12:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA