

**P0200007508**

LAW OFFICES  
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.  
RICHARDS BUILDING  
1253 PARK STREET  
CLEARWATER, FLORIDA 33756

RALPH RICHARDS (1893-1980)  
JOHN D. FITE (1933-2000)  
JOHN E. SLAUGHTER, JR  
EMIL G. PRATESI  
R. CARLTON WARD  
CYNTHIA I. RICE  
THEO J. KARAPHILLIS

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OF COUNSEL  
WILLIAM W. GILKEY  
WILLIAM M. MACKENZIE  
PATRICK W. RINARD

June 13, 2002

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

RE: Articles of Incorporation  
J.E. Wood, M.D., Pathology, Inc.

900005792029--1  
-06/17/02--01066--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75  
900005792029--1  
-06/17/02--01066--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

We enclose herewith for filing in your office the original Articles of Incorporation and designation of Registered Agent for the above noted corporation

We also enclose herewith a check, payable to your order, in the amount of \$78.75 to cover the following:

File Fee	\$	35.00
Registered Agent Fee		35.00
Certified Copy of Articles		8.75
	\$	<u>78.75</u>

We shall appreciate your forwarding the certified copy of the Articles to the undersigned at the address shown above.

Very truly yours,

*Gail Sherman*  
Gail Sherman  
Assistant to Emil G. Pratesi

/ges  
Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUN 17 PM 1:20

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DIVISION OF CORPORATIONS  
02 JUN 17 PM 1:20

ARTICLES OF INCORPORATION  
OF  
J.E. WOOD, M.D., PATHOLOGY, INC.

ARTICLE I - Name

The name of this corporation is J.E. WOOD, M.D.,  
PATHOLOGY, INC.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation is organized to include the transaction of  
any or all lawful business for which corporations may be  
incorporated under Florida Statutes, as presently enacted and as  
may be amended from time to time.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 7,500 shares of One  
Dollar (\$1.00) par value common stock, which shall be designated  
as "Common Shares."

ARTICLE V - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any  
new stock or authorized but unissued stock of this corporation of  
the same kind, class or series as that which he already holds,  
shall have the right to purchase his pro rata share thereof (as  
nearly as may be done without issuance of fractional shares) at  
the price at which it is offered to others.

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 22 day of May, 2002.

Joan E Wood, Mrs  
JOAN E. WOOD

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1961 Cove Lane, Clearwater, Florida 33764, and the name of the initial registered agent of this corporation at that address is JOAN E. WOOD. The Principal address is the same.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director, initially. The number of directors may be increased time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
JOAN E. WOOD	1961 Cove Lane Clearwater, Florida 33764

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
JOAN E. WOOD	1961 Cove Lane Clearwater, Florida 33764

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA

Pursuant to Fla. Stat. 48.091, JOAN E. WOOD, M.D. PATHOLOGY, INC., desiring to organize under the laws of the State of Florida designates JOAN E. WOOD, located at 1961 Cove Lane, Clearwater, Florida 33764, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-name corporation, at the place designated above, and agrees to comply with the provision of Fla. Stat. 48.091(2) relative to maintaining an office for the service or process.

  
\_\_\_\_\_  
JOAN E. WOOD

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DIVISION OF CORPORATIONS  
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