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\* BOARD CERTIFIED APPELLATE LAWYER

\* BOARD CERTIFIED IN BUSINESS LITIGATION LAW

† BOARD CERTIFIED CIVIL TRIAL LAWYER

June 25, 2002

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Secretary of State  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation

Dear Sir or Madam:

Enclosed for filing are the original Articles of Incorporation for Mark Cheek, M.D., P.A. along with de la Parte & Gilbert, P.A.'s Check Number 19021 in the amount of \$70.00 as payment for the filing fee.

Thank you for your time and cooperation. Please do not hesitate to call me if you have any questions.

Sincerely,

de la PARTE & GILBERT, P.A.

  
Ronald A. Cristaldi

RAC/jb  
Enclosures

FILED  
02 JUN 26 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

143742/20121-001

D. WHITE JUN 27 2002

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**ARTICLES OF INCORPORATION**  
**OF**  
**MARK CHEEK, M.D., P.A.**

FILED  
02 JUN 26 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this professional service corporation shall be Mark Cheek, M.D., P.A.

**ARTICLE II**

**TERM OF EXISTENCE**

The duration of this professional service corporation shall be perpetual until dissolved according to law.

**ARTICLE III**

**CORPORATE PURPOSES**

This professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, this professional service corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investments, and own real estate and personal property necessary for the rendering of the professional services.

**ARTICLE IV**

**CAPITAL STRUCTURE**

The maximum number of shares of stock that this professional service corporation is authorized to issue at any one time is 1,000 shares of common stock, having a par value of \$2.00 per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled

to one vote for each share on all matters on which shareholders have the right to vote. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine.

#### **ARTICLE V**

##### **INITIAL REGISTERED AGENT**

The initial registered agent of this professional service corporation shall be: Ronald A. Christaldi. The street address of the initial registered agent of this professional service corporation shall be: 101 East Kennedy Boulevard, Suite 3400, Tampa, Florida 33601.

#### **ARTICLE VI**

##### **PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of this professional service corporation shall be: 10404 Benevas Drive, Tampa, Florida 33647.

#### **ARTICLE VII**

##### **BOARD OF DIRECTORS**

There shall be a Board of Directors for this professional service corporation which shall consist of not less than one (1) director. Except for the number constituting the initial Board of Directors, the appointment of directors shall be decided by majority vote of the shareholders.

#### **ARTICLE VIII**

##### **INITIAL BOARD OF DIRECTORS**

The name and street address of the member of the initial Board of Directors of this professional service corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until his or her successor is elected and

qualified, or until his or her resignation, removal from office, or death is:

Name:

D. Mark Cheek, M.D.

Address:

10404 Benevas Drive  
Tampa, Florida 33647

#### **ARTICLE IX**

##### **VOTING**

The method of voting on corporate matters shall be as set forth in the Bylaws.

#### **ARTICLE X**

##### **INCORPORATOR**

The name and street address of the incorporator is:

D. Mark Cheek, M.D.  
10404 Benevas Drive  
Tampa, Florida 33647

#### **ARTICLE XI**

##### **BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors or the Shareholders.

#### **ARTICLE XII**

##### **INDEMNIFICATION**

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

#### **ARTICLE XIII**

##### **AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation or any provision herein may be amended, changed or repealed at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting,

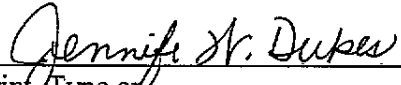
provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the Shareholders of the professional service corporation.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 25<sup>th</sup> day of June, 2002.

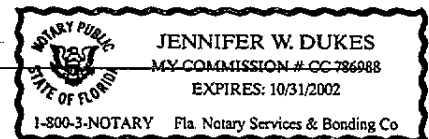
  
INCORPORATOR-D. Mark Cheek, M.D.

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of June 2002, by D. Mark Cheek, M.D., who is ~~personally~~ known to me or who has produced Florida Driver's License C200-173-72-131-0 as identification.

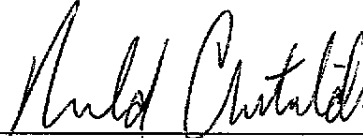
  
Print Type or  
Stamp Name: Jennifer W. Dukes  
Notary Public, State of Florida

Serial No., if any: \_\_\_\_\_



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED PROFESSIONAL SERVICE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



Registered Agent-Ronald A. Christaldi

6/25/02

Date

143743/5001-1

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02 JUN 26 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA