



BAPTIST
HEALTH

PO 000073027

Melissa A. Poston
Legal Assistant

FILED
JUL -3 PM 1:52
CLERK OF STATE
TALLAHASSEE, FLORIDA

June 19, 2002

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32324

RE: Baptist Primary Care of Baymeadows, Inc.

500005927615--9
-06/24/02--01059--002
*****87.50 *****87.50

Dear Sir/Madam:

Enclosed please find an original and one copy of the articles of incorporation for the above referenced entity. We have also enclosed a check in the amount of \$87.50 to cover the filing fee, a certified copy and a certificate of status.

Please call should you have any questions or require further information. Thank you for your assistance.

Very Truly Yours,

Melissa Poston
Melissa A. Poston

/mp

Enclosures

San Marco Blvd., Suite 902, Jacksonville, FL 32207
(904) 202-5010 Tel ~ (904) 202-5002 Fax ~mpost002@bmcjax.com

W02-18511
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 25, 2002

MELISSA A. POSTON
SAN MARCO BLVD., STE. 902
JACKSONVILLE, FL 32207

SUBJECT: BAPTIST PRIMARY CARE AT BAYMEADOWS, INC.
Ref. Number: W02000018511

We have received your document for BAPTIST PRIMARY CARE AT BAYMEADOWS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 502A00040794

**ARTICLES OF INCORPORATION
OF
BAPTIST PRIMARY CARE AT BAYMEADOWS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this Corporation is "Baptist Primary Care at Baymeadows, Inc."

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 1325 San Marco Boulevard, Suite 901, Jacksonville, Florida 32207.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$.01 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Harvey Granger, 1325 San Marco Boulevard, Suite 901, Jacksonville, Florida 32207.

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are Earl B. Mally, 1200 Riverplace Boulevard, Suite 301, Jacksonville, Florida 33207.

ARTICLE VII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of June, 2002.



Earl B. Mally


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, Baptist Primary Care at Baymeadows, Inc., 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 is Baptist Primary Care at Baymeadows, Inc.
2. The name and address of the registered agent and office are Harvey Granger, 1325 San Marco Boulevard, Suite 901, Jacksonville, Florida 32207.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HARVEY GRANGER HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. HARVEY GRANGER FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT.



Harvey Granger

Date: July 1, 2002

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