

P02000076253

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Audrey Marion Solomon, M.D., P.A.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

800006355598--3
-07/12/02--01047--011
*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sandra J. Babey, Esq.
Name (Printed or typed)

1401 University Drive, Suite 301
Address

Coral Springs, FL 33071
City, State & Zip

954-754-5471
Daytime Telephone number

FILED
02 JUL 12 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

me 7/15

ARTICLES OF INCORPORATION

OF

AUDREY MARION SOLOMON, M.D., P.A.

FILED
02 JUL 12 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby form, organize and incorporate under the laws of the State of Florida by and under the provisions of the Statutes of the State of Florida providing the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I.

The name of the corporation shall be **AUDREY MARION SOLOMON, M.D., P.A.**

ARTICLE II.

The purpose of the business is that of a Professional Association - Medical Services and such other purposes as are permitted by the laws of the State of Florida, United States, or any territory thereof.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares at a par value of One Dollar (\$1.00) per share.

ARTICLE IV.

This corporation is to have perpetual existence.

ARTICLE V.

The principal place of business of this corporation shall be 9574 NW 8th Circle, Plantation, Florida 33324 or in any other city of the State of Florida designated by the Board of Directors.

ARTICLE VI.

The number of directors shall not be less than one (1).

ARTICLE VII.

The names and post office addresses of the first Board of Directors, who, subject to the provision of the Certificate of Incorporation, the By-Laws, and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's business and existence, or until their successors are elected and have qualified shall be:

Audrey Marion Solomon, M.D.
President / Secretary / Treasurer
9574 NW 8th Circle
Plantation, Florida 33324

ARTICLE VIII.

The name and post office address of the Incorporator to the Articles of Incorporation is as follows, to-wit:

Audrey Marion Solomon, M.D.
9574 NW 8th Circle
Plantation, Florida 33324

ARTICLE IX.

The executive officer of this corporation shall be a President, who shall also be director. Any person may hold two or more offices, and the President may also be the Secretary of the corporation. The corporation may also have such other officers and agents as may be chosen in such manner, take and hold their offices for such terms, and have such powers and duties as may be prescribed by the By-Laws, or determined by the Board of Directors.

ARTICLE X.

The private property of the stockholders of the corporation shall not be subject to the payment of the corporation's debts to any extent whatsoever.

Every director and officer shall be indemnified against all liabilities, civil, criminal, incurred in relation to his duties including all reasonable expenses of defense, except to the extent that he shall have been finally adjudged to be liable for negligence or misconduct in the matter out of which the liability arises.

ARTICLE XI.

In furtherance, and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors are expressly authorized:

A. To make, alter, amend and repeal the By-Laws of the corporation, subject to the power of the holders of stock having voting power to alter, amend or repeal the By-Laws made by the Board of Directors.

B. To determine and fix the value of any property to be acquired by the corporation and to issue and pay in exchange therefore, stock of the corporation, and the judgment of the directors in determining such value shall be conclusive.

C. To set apart out of any funds of the corporation available for dividends, reserve or reserves for working capital or for other lawful purposes, and also to abolish any such reserve in the same manner in which it was created.

D. To determine from time to time whether and to what extent, and at what times and places, and under what conditions and regulations the accounts and books of the corporation, or any of the books, shall be open for inspection by the stockholders and no stockholder shall have any right to inspect any account or book or document of the corporation except as conferred by the laws of the State of Florida, unless and until authorized to do so by resolution of the Board of Directors or of the Stockholders.

ARTICLE XII.

If the By-Laws so provide, the stockholders and the Board of Directors of the Corporation shall have the power to hold their meetings, to have an office or offices, and to keep books of the Corporation, subject to the provisions of the laws of the State of Florida, outside of said state at such place or places as may be designated from time to time by the Board of Directors.

The corporation may, in its By-Laws, confer powers upon the Board of Directors in addition to those granted by the Articles of Incorporation, and in addition to the powers and authority expressly conferred upon them by the laws of the State of Florida.

Election of directors need not be by ballot unless the By-Laws so provide.

Directors shall be entitled to reasonable fees for their attendance at meetings of the Board of Directors.

ARTICLE XIII.

In case the corporation enters into contracts or transacts business with one or more of its directors, or with any firm or of which one or more of its directors are members, or with any other corporation or association of which one or more of its directors are stockholders, directors or officers, such contracts or transactions shall not be validated or in any way affected by the fact that such director or directors have or may have an interest therein which are or might be adverse to the interest of this company, provided that such contracts or transactions are entered into in good faith and authorized or ratified in the usual course of business as may be provided for in the By-Laws of the corporation.

ARTICLE XIV.

The 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 law, and all rights and powers conferred therein upon the stockholders, directors and officers are subject to this reserved power.

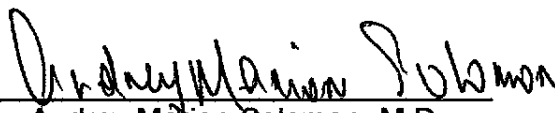
ARTICLE XV.

The name and street address of the Registered Agent:

Sandra J. Babey, Esq.
1401 University Drive, Suite 301
Coral Springs, Florida 33071

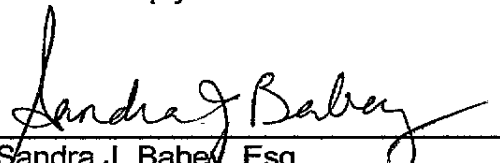
IN WITNESS WHEREOF, the undersigned, for the purposes of forming a corporation pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this Certificate and I have hereunto duly executed the foregoing Articles of Incorporation to be filed in the Office of the Secretary of the State of Florida for the purposes therein set forth.

AUDREY MARION SOLOMON, M.D., P.A.


By: Audrey Marion Solomon, M.D.
Its Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

THE UNDERSIGNED, having been named in the foregoing as Registered Agent, hereby accepts said designation, and agrees to comply with the relevant Florida Statutes relating to Registered Agents.


Sandra J. Babey, Esq.

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