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Ronald A. Reissmann, M.D.
18301 Tomlinson Drive
Lutz, Florida 33549
(813) 949-3833

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL 23 PM 3:28

July 15, 2002

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

100006617681-#8
-07/24/02-01021-001
*****70.00 *****70.00

Re: Ronald Reissmann, M.D., P.A.

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation in your usual manner and return one copy to my attention at 15511 North Florida Avenue – Suite 401; Tampa, FL 33613. I have attached my check in the amount of \$70.00 for the appropriate filing fees.

Thank you for your attention to this matter.

Sincerely,

Ronald A. Reissmann, M.D.

Ronald A. Reissmann, M.D.

Encl.

John 24

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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OF

RONALD REISSMANN, M.D., P.A.

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

ARTICLE 1

NAME

The name of this corporation shall be: **Ronald Reissmann, M.D., P.A.**

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be:

15511 N. Florida Ave.
Suite 401
Tampa, FL 33613

ARTICLE 3

CAPITAL STOCK

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be:

100,000 shares of common stock, par value \$.001 per share (the "Common Stock").

2. **Payment for Stock.** All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

3. **Voting.** The voting power of this Corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock. There shall be no cumulative voting in the election of directors.

ARTICLES OF INCORPORATION OF
RONALD REISSMANN, M.D., P.A.
PAGE 2

4. **Dividends.** Any and all dividends are to be shared among the holders of outstanding Common Stock on a share for share basis.

ARTICLE 4

REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 15511 N. Florida Ave, Suite 401, Tampa, FL 33613 and the initial registered agent of this corporation at such office shall be Ronald Reissmann. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5

BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successor(s) have been duly elected and qualify. The names and street addresses of the initial director is:

<u>Name</u>	<u>Address</u>
Ronald Reissmann	15511 N. Florida Ave. Suite 401 Tampa, Florida 33613

ARTICLE 7

INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:

ARTICLES OF INCORPORATION OF
RONALD REISSMANN, M.D., P.A.
PAGE 3

<u>Name</u>	<u>Address</u>
Ronald Reissmann	15511 N. Florida Ave. Suite 401 Tampa, Florida 33613

ARTICLE 8

PURPOSES AND DURATION

The purpose for which the corporation is organized shall be to engage in the practice of primary care/internal medicine within the State of Florida, and to take all actions that are necessary or proper in connection with that practice. The professional services of the corporation shall be rendered only through officers, employees and agents who are licensed to practice primary care/internal medicine in the State of Florida.

ARTICLE 9

BYLAWS

The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

ARTICLE 10

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.

ARTICLE 11

AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

ARTICLES OF INCORPORATION OF
RONALD REISSMANN, M.D., P.A.
PAGE 4

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

DATED this 17 day of June, 2002.

Ronald Reissmann
Ronald Reissmann

RONALD REISSMANN, M.D., P.A.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Ronald Reissmann having been named as registered agent to accept service of process for the above-named corporation at the registered office 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 such position.

DATED this 17 day of June, 2002.

Ronald Reissmann
Ronald Reissmann

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