

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**P02000101422**

*George William Gray JR*

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- ☒ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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Signature \_\_\_\_\_

Requested by *SW*

*9/19*

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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Will Pick Up \_\_\_\_\_

*9-19-02*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**GEORGE WILLIAM GRAY, JR., M.D.,P.A.**

The undersigned, a physician duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act and other laws of the State of Florida:

**ARTICLE I**

**Name of Corporation**

The name of the corporation is **GEORGE WILLIAM GRAY, JR., M.D.,P.A.**

**ARTICLE II**

**Nature of Business**

The general nature of the business to be transacted by the corporation is:

(a) To engage in the business of rendering all professional services to the public that a physician duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice medicine therein.

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investments, and to own real and personal property necessary for the rendering of professional medical services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes in these Articles of Incorporation or any amendment thereto, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of the corporation. The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the corporation otherwise permitted by law.

**ARTICLE III**  
**Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one thousand (1000) shares of common stock. None of the shares of the corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

**ARTICLE IV**  
**Term of Existence**

This corporation is to exist perpetually.

**ARTICLE V**  
**Initial Registered Office and Agent**

Address of corporation: initial registered office, and agent. The address of the corporation is 2000 38<sup>th</sup> Avenue, Vero Beach, Florida 32960. The address of the initial registered office of this corporation is 817 Beachland Boulevard, Vero Beach, FL 32964, and the name of the initial registered agent of this corporation at that address is Steven L. Henderson, Esquire.

**ARTICLE VI**  
**Initial Director**

The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
George William Gray, Jr. MD	1076 7th Place Vero Beach, FL 32962

**ARTICLE VII**  
**Subscriber**

The name and street address of the person signing the Articles of Incorporation as subscriber, who is a physician duly licensed under the laws of the State of Florida to render services as such, the number of shares of stock she agrees to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>	<u>Consideration</u>
George William Gray, Jr., MD	1076 7 <sup>th</sup> Place Vero Beach, FL 32962	50	\$50.00

**ARTICLE VIII**  
**Voting Trust**

No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

**ARTICLE IX**  
**Restraint on Alienation of Shares**

The shareholders of the corporation shall have the power to include in the By-Laws duly adopted by the shareholders, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of the corporation by any of its shareholders, or in the event of the death of any shareholder. No shareholder of the corporation may sell or transfer his or her shares therein except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved at a shareholder's meeting especially called for such purposes. If any shareholder shall become legally disqualified to practice medicine in the State of Florida, or be elected to a public office, or accept employment that places restrictions or limitations upon his or her continuous rendering of such professional services, such shareholder's shares of stock shall immediately become subject to purchase by the corporation in accordance with the By-Laws.

**ARTICLE X**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority entitled to vote, unless all the directors and all the shareholders sign a written statement notifying their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18<sup>th</sup> day of September, 2002.

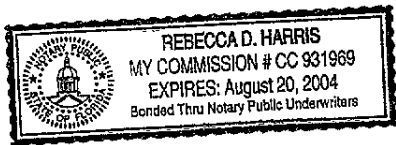
  
George William Gray Jr., MD

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on the 18 day of September, 2002, personally appeared before me George William Gray, Jr., to me personally known, or produced personally known as identification and ~~she~~ acknowledged before me that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State the day and year first above written.

Notary's Stamp



Rebecca D. Harris

Name:

Notary Public, State of Florida

Commission No.

Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Section 48.091, Florida Statutes:  
George William Gray, Jr., M.D., P.A., desiring to organize under the laws of the State of  
Florida, with its principal office as indicated in the Articles of Incorporation, has named  
Steve L. Henderson, as its agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-styled corporation,  
at the place designated in the Articles of Incorporation, I hereby accept the appointment  
to act in this capacity and agree to comply with the provisions of said Act relative to  
keeping open said office.

  
\_\_\_\_\_  
Steven L. Henderson