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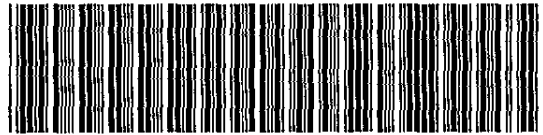
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**PEAVYHOUSE & OPP, P.A.**

ATTORNEYS AT LAW

RUSSELL K. PEAVYHOUSE  
CLIFFORD R. OPP, JR.

SABAL PARK  
10002 PRINCESS PALM AVENUE  
SUITE 228, REGISTRY ONE  
TAMPA, FLORIDA 33619-1357  
(813) 623-3999  
FAX (813) 623-1587

November 7, 2002

**VIA FEB**

Division of Corporations  
Florida Secretary of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: **Donald W. Durrance, M.D., P.A.**  
**Articles of Incorporation**

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for Donald W. Durrance, M.D., P.A., for immediate filing. My firm's check in the amount of \$78.75 is enclosed to cover your fees for the following:

Filing fee, Articles:	\$ 35.00
Designation of Registered Agent:	35.00
Certified copy of Articles under seal:	<u>8.75</u>
	\$ 78.75

I enclosed a stamped, self-addressed envelope for your use in returning the certified copy to us. Thank you for your attention in this matter. Should you have any questions, please do not hesitate to call me at 813/623-3999.

Sincerely,

*Clifford R. Opp, Jr.*

Clifford R. Opp, Jr.

CROJr/lwkw  
enclosures

cc: Donald W. Durrance, MD

*W-323*



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

November 12, 2002

CLIFFORD R OPP, JR, ESQUIRE  
10002 PRINCESS PALM AVE, STE 228  
REGISTRY ONE  
TAMPA, FL 33619-1357

SUBJECT: DONALD W DURRANCE, M.D., P.A.  
Ref. Number: W02000032355

We have received your document for DONALD W DURRANCE, M.D., P.A.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$78.75. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register  
Corporate Specialist Supervisor  
New Filings Section

Letter Number: 202A00061462

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SECRETARY OF  
TALLAHASSEE, FLORIDA  
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**ARTICLES OF INCORPORATION  
OF  
DONALD W. DURRANCE, M.D., P.A.**

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopts these Articles for the purpose of forming a corporation under the Professional Service Corporation and Limited Liability Company Act, *Florida Statutes*, Chapter 621, and other laws of the State of Florida.

**ARTICLE I**

**NAME AND PRINCIPAL ADDRESS OF CORPORATION**

The name of this Professional Service corporation shall be DONALD W. DURRANCE, M.D., P.A., and the principal address of the Professional Association is 1001 Centerbrook Drive, Brandon, Florida, 33511.

**ARTICLE II**

**COMMENCEMENT AND DURATION**

The Professional Association shall commence to exist as of the date of the filing of these Articles of Incorporation with the Secretary of State's Office, and shall exist perpetually thereafter until dissolved.

**ARTICLE III**

**PURPOSE**

The Professional Association is formed and organized for the purpose of engaging in every phase and aspect of the practice of medicine and/or transacting any and all lawful business. In addition, the corporation may invest the funds of the professional service corporation in real estate,

mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

#### **ARTICLE IV**

##### **STATED CAPITAL**

The Professional Association is authorized to issue 100 shares of One Dollar (\$1.00) par value stock. None of the shares of this professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

#### **ARTICLE V**

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

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Professional Association shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The Professional Association shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the Professional Association.

The names and street addresses of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

DONALD W. DURRANCE, M.D.  
1001 Centerbrook Drive  
Brandon, FL 33511

**ARTICLE VI**  
**INDEMNIFICATION**

The Professional Association shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

**ARTICLE VII**  
**BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend, or repeal any By-Laws adopted by the shareholders if the shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

**ARTICLE VIII**  
**AMENDMENT**

These Articles of Incorporation or any provision thereof may be amended or repealed at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose. Any right conferred on the shareholders is subject to this reservation.

**ARTICLE IX**  
**INCORPORATORS**

The name and address of the incorporator and subscriber to these Articles of Incorporation are as follows:

DONALD W. DURRANCE, M.D.  
1001 Centerbrook Drive  
Brandon, FL 33511

ARTICLE X

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1001 CENTERBROOK DRIVE, BRANDON, FLORIDA, 33511, and the name of the initial registered agent of the corporation at that address is DONALD W. DURRANCE, M.D.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation, on this 11 day of November, 2002.

  
DONALD W. DURRANCE, M.D.


STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, this 11<sup>th</sup> day of November, 2002, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DONALD W. DURRANCE, M.D., ✓ who is personally known to me or        who has produced        as photographic evidence of identification, and known by me to be the person who executed the foregoing Articles of Incorporation, has acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

[SEAL]

LINDA B. WADE  
Notary Public, State of Florida  
My comm. exp. Dec. 29, 2002  
Comm. No. CC795101

  
Print Name: LINDA B. WADE  
NOTARY PUBLIC, State of Florida

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act;

First - - That DONALD W. DURRANCE, M.D., P.A., desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named DONALD W. DURRANCE, M.D., located at 1001 CENTERBROOK DRIVE, BRANDON, FLORIDA, 33511, as its agent to accept service of process within this state.

ACCEPTANCE

Having been named to accept service of process for the above stated Professional Association, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

  
DONALD W. DURRANCE, M.D., Registered Agent

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TALLAHASSEE, FLORIDA  
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