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### ARTICLES OF INCORPORATION OF BILLY CLARK MS, PA

FILED 2003 JAN 13 AM 10: 17

TALL AMASSE FLORIDA

THE UNDERSIGNED FOR THE PURPOSË OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DOES HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE 1 NAME

THE NAME OF THIS CORPORATION IS: BILLY CLARK MS, PA

ARTICLE 2
TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE 3
NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANSACT BUSINESS ACTIVITIES IN THE FIELD OF HEALTH CARE PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

## ARTICLE 4 CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 1,000 SHARES OF COMMON STOCK HAVING A PAR VALUE OF 10 CENTS PER SHARE. THIS MAY CHANGE SUBJECT TO AUTHORIZATION FROM THE BOARD OF DIRECTORS.

## ARTICLE 5 ADDRESS

THE INITIAL STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS: 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612. THE CORPORATION MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS.

## ARTICLE 6 INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS: BILLY CLARK 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612.

## ARTICLE 7 DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS OF THIS CORPORATION IS: BILLY CLARK 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612 AND KAREN A. CLARK 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612.

#### ARTICLE 8 SUBSCRIBER

THE NAME AND ADRESS OF THE PERSON SIGNING THESE ARTICLES IS: BILLY CLARK 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612.

## ARTICLE 9 REGISTERED AGENT

BILLY CLARK 1110 PINE LAKE DRIVE SOUTH TAMPA, FLORIDA 33612, IS HEREBY DESIGNATED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITH THE STATE OF FLORIDA, FOR AND ON BEHALF OF THIS CORPORATION.

#### ARTICLE 10 EFFECTIVE DATE

THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE UPON THE FILING WITH THE SECRETARY OF STATE OF THE STATE OF FLORIDA.

## ARTICLE 11 INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

#### ARTICLE 12 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 STOCKHOLDERS AND APPROVED AT A STOCKHOLDER'S MEETING BY AT LEAST A MAJORITY OF THE STOCK ENTITLED TO VOTE, UNLESS ALL OF THE DIRECTORS AND ALL OF THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

HAVING BEEN NAMED TO SIGN THESE ARTICLES, I HEREBY AGREE TO ACT IN THE BEST INTEREST OF THE CORPORATION AND TO COMPLY WITH ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

ALSO, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

BILLY CLARK

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