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Division of Corporations

GUNSTER, YOAKLEY

2003

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**P03000106770**

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Division of Corporations  
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**BASIC AMENDMENT**

**GENE F.MANKO, M.D., P.A.**

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TO: Ms. Teresa Brown,  
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MESSAGE:

AS YOU REQUESTED, ATTACHED ARE THE REVISED RESTATED ARTICLES OF INCORPORATION OF GENE F. MANKO, M.D., P.A. ALONG WITH A COPY OF YOUR LETTER NUMBER 103A00062533. PLEASE CALL ME IF YOU HAVE ANY QUESTIONS.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 18, 2003

GENE F. MANKO, M.D., P.A.  
875 MILITARY TR STE 200  
JUPITER, FL 33458

SUBJECT: GENE F. MANKO, M.D., P.A.  
REF: P03000106770

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

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Teresa Brown  
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**RESTATED ARTICLES OF INCORPORATION  
OF  
GENE F. MANKO, M.D., P.A.**

1. The name of the Corporation is Gene F. Manko, M.D., P.A.
2. Set forth below is the text of the Restated Articles of Incorporation for Gene F. Manko, M.D., P.A.

**ARTICLE I**

**NAME**

The name of the Corporation is Gene F. Manko, M.D., Inc.

**ARTICLE II**

**ADDRESS**

The principal place of business and mailing address of this Corporation shall be 875 Military Trail, Suite 200, Jupiter, FL 33458.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either

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increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Gene F. Manko, M.D.	22 Sheldrake Lane Palm Beach Gardens, FL 33418

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator are:

<u>Name</u>	<u>Address</u>
Gene F. Manko, M.D.	22 Sheldrake Lane Palm Beach Gardens, FL 33418

**ARTICLE VII**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 875 Military Trail, Suite 200, Jupiter, FL 33458, and the name of the Registered Agent of the Corporation is Gene F. Manko, M.D.

**ARTICLE VIII**  
**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders.

3. Attached hereto as Exhibit "A" is the information required to be submitted pursuant to Section 607.1007, Florida Statutes.

4. The foregoing duly adopted Restated Articles of Incorporation shall supersede and replace the original Articles of Incorporation and any and all amendments thereto.

IN WITNESS WHEREOF, the undersigned has executed these Restated Articles of Incorporation this 18th day of November, 2003.

  
\_\_\_\_\_  
GENE F. MANKO, M.D., President

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated not for profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, Florida Statutes.

Dated: November 18, 2003



**GENE F. MANKO, M.D.**  
Registered Agent

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GENE F. MANKO, M.D., P.A.

EXHIBIT A  
TO  
RESTATED ARTICLES OF INCORPORATION

1. The amendments contained in the Restated Articles of Amendment have been approved by the sole Shareholder of the Corporation and adopted by the sole Director of the Corporation on November 18, 2003. The number of votes cast for the amendments were sufficient for approval.

FTL244999.1

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