

P04000011420

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

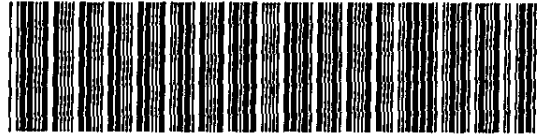
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600025930556

01/08/04--01035--001 **78.75

FILED

04 JAN - 8 AM 9:01

CLERK OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
1/16/04

Lopez & Kelly, P.A.
Attorneys at Law

AL R. LOPEZ, JR.
MARK P. KELLY
ROBERT W. BIBLE, JR.

SUITE 500
4600 WEST CYPRESS STREET
TAMPA, FLORIDA 33607
(813) 289-3400
FAX: 287-5775

January 7, 2004

VIA FEDERAL EXPRESS

E-MAIL: landkpa@flash.net

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

Re: **Joseph Molea, M.D., P.A.**

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation of **Joseph Molea, M.D., P.A.** I would appreciate your filing the Articles for this corporation as soon as possible.

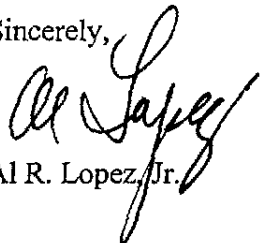
I will need a Certified Copy of the Articles of Incorporation, and enclose an extra copy of the Articles for certification and return to my office.

Also enclosed is our firm check payable to the Florida Department of State for the filing fee in the amount of \$70.00 and the certified copy of the Articles in the amount of \$8.75, for a total of \$78.75.

If you have any questions or require any additional information regarding the above, please do not hesitate to call me at my office.

Thank you for your attention to this request.

Sincerely,



Al R. Lopez, Jr.

ARLJr/jr
Enclosures

cc: **Joseph Molea, M.D.**

**ARTICLES OF INCORPORATION
OF
JOSEPH MOLEA, M.D., P.A.
A FLORIDA PROFESSIONAL CORPORATION**

FILED
04 JAN -8 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice as an optometry in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Statutes, Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I
Name of Corporation, Principal Place of Business
and Mailing Address

The name of this Corporation shall be **JOSEPH MOLEA, M.D., P.A.**, and the initial street address of its principal place of business shall be 2078 Caroline Avenue, NE, St. Petersburg, Florida 33703.

ARTICLE II
Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

(a) To engage in every aspect in the practice of medicine, and all its fields of specializations, as are engaged in by physicians.

(b) To engage and render the professional services as medical doctor involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same profession as this corporation.

(c) To own and operate one or more medical offices and to employ licensed physicians and medical care givers as necessary or appropriate to engage in the medical profession at such establishments.

(d) To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

(e) To engage in no other business other than the rendition of medical services ownership and operation of one or more medical offices.

(f) To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III **Capital Stock**

(a) The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 7,500 shares of common stock at \$1.00 per share par value.

(b) The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

(c) Shares of the corporation's stock and certificates shall be issued only to medical physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV **Duration**

The corporation shall have perpetual existence.

ARTICLE V **Registered Agent**

The address of this corporation's initial registered office is 4600 W. Cypress Street, Suite 500, Tampa, Florida 33607-4024, and the name of its registered agent at said address is **AL R. LOPEZ, JR.**

ARTICLE VI
Incorporator

The name and address of the Incorporator is as follows:

Joseph Molea, M.D.
2078 Caroline Avenue NE
St. Petersburg, Florida 33703

ARTICLE VII
Board of Directors

The corporation shall initially have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Director of this corporation is:

Joseph Molea, M.D.
2078 Caroline Avenue NE
St. Petersburg, Florida 33703

ARTICLE VIII
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by the required majority of the Shareholders entitled to vote upon such action at a meeting, severally or collectively, and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE IX
Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts

owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends. The purchase of such shares shall be at a price and in accordance with payment terms as may be established by written agreement in effect between the shareholders of this Corporation.

ARTICLE X
Informal Director Action

If the required majority of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII
Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Corporation.

ARTICLE XIII
Proxies

No Shareholder may enter into a proxy, voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any of his or her stock in the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 5th day of January, 2004.



JOSEPH MOLEA, M.D.
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared **JOSEPH MOLEA, M.D.**, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tampa in the said County and State, this 3rd day of January, 2004.

Jacqueline E Rhodes
NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



Jacqueline E. Rhodes
MY COMMISSION # DD000421 EXPIRES
April 30, 2005
BONDED THRU TROY FARM INSURANCE, INC.

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

IN COMPLIANCE WITH SECTIONS 48.091 and 607.034, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

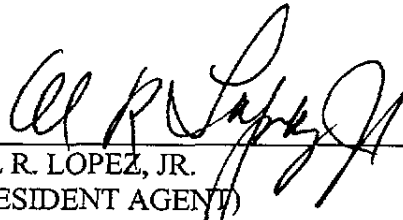
FIRST--THAT **JOSEPH MOLEA, M.D., P.A.**, DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF ST. PETERSBURG, STATE OF FLORIDA, HAS NAMED AL R.
LOPEZ, JR., LOCATED AT 4600 W. CYPRESS STREET, SUITE 500, TAMPA, FLORIDA
33607-4024, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



JOSEPH MOLEA, M.D.
(CORPORATE OFFICER)
TITLE: PRESIDENT

DATE: January 5th, 2004

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS 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 ALL MATTERS.



AL R. LOPEZ, JR.
(RESIDENT AGENT)

DATE: 1-5-, 2004

FILED
04 JAN - 8 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA