

# P04000053593

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## FLORIDA PROFIT CORPORATION OR P.A.

first coast family practice, p.a.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
FIRST COAST FAMILY PRACTICE, P.A.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the corporation is First Coast Family Practice, P.A.

**ARTICLE II**

**Term of Existence**

The corporation shall have perpetual existence, commencing upon March 25, 2004, or such other date no more than five (5) days prior to the filing of these Articles of Incorporation with the Florida Department of State, whichever is later.

**ARTICLE III**

**Purpose of Corporation**

The general purpose of the corporation and the nature of the business to be transacted by the corporation is to engage in every aspect of the practice of medicine. The professional services involved in the corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice medicine in the State of Florida.

The corporation shall not engage in any business other than the practice of medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

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#### ARTICLE IV

##### Principal Office

The principal office and mailing address of the corporation will be located at 341 North Roscoe Boulevard, Ponte Vedra Beach, Florida, 32082.

#### ARTICLE V

##### Capital Stock

The corporation is authorized to issue one hundred thousand (10,000) shares of common stock, having a par value of \$ .01 per share.

#### ARTICLE VI

##### Preemptive Rights

All holders of the corporation's common stock shall have preemptive rights with respect to any stock issued by the corporation subsequent to the date on which such shareholder purchased his or her shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his or her proportionate ownership interest in the corporation will remain the same.

#### ARTICLE VII

##### Indemnification

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of any act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's bylaws and shall not deviate therefrom without amending said bylaws.

#### ARTICLE VIII

##### Initial Board of Directors

Name  
Director/President/V.P./Treas./Sec.  
Dr. Eric J. Norenberg, M.D.

Address  
341 North Roscoe Boulevard, Ponte  
Vedra Beach, FL 32082

#### ARTICLE IX

##### "S" Corporation

The corporation elects to be an S Corporation. The corporation has filed or will file the appropriate form with the Internal Revenue Service pursuant to section 1362 of the Internal Revenue Code.

#### ARTICLE X

##### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250, and the name of the initial registered agent of this corporation at that address is Bryan C. Goode III.

#### ARTICLE XI

##### Incorporator

The name and address of the incorporator of this corporation is:

Bryan C. Goode III  
333 1<sup>st</sup> Street North, Suite 305  
Jacksonville Beach, FL 32250

IN WITNESS WHEREOF, the incorporator has executed these Articles on March 25, 2004.

  
Bryan C. Goode III

**First Coast Family Practice, P.A.**  
**APPOINTMENT OF STATUTORY AGENT**

The undersigned, First Coast Family Practice, P.A., a Florida corporation, with its principal office in Jacksonville, Duval County, Florida, hereby appoints Bryan C. Goode III, a natural person residing in Duval County, Florida, as its statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the undersigned may be served. The complete address of said statutory agent is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250.

Dated: March 25, 2004.

First Coast Family Practice, P.A.

By:   
 Bryan C. Goode III

**ACCEPTANCE OF APPOINTMENT**

TO: First Coast Family Practice, P.A.

The undersigned hereby accepts appointment as statutory agent of the above corporation upon whom any process, notice or demand required or permitted by statute may be served, and hereby confirms that he is familiar with, and accepts, the obligations of that position.

March 25, 2004.

  
 Bryan C. Goode III

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