

Division of Corporations

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Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
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FLORIDA PROFIT CORPORATION OR P.A.

VISAGE OF FLORIDA, P.A.

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ATTN: DORIS BROWN

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**ARTICLES OF INCORPORATION
OF
VISAGE OF SOUTHWEST FLORIDA, P.A.**

The undersigned natural person, competent and licensed to practice medicine in the state of Florida, acting hereby as incorporator for the purpose of forming a Professional Service Corporation for profit under the provision of Chapter 621, Florida Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is Visage of Southwest Florida, P.A.

**ARTICLE II
ADDRESS**

The street address of the principal office of the corporation initially shall be 3720 SE 17th Avenue, Cape Coral, Florida 33904.

**ARTICLE III
NATURE OF BUSINESS**

This corporation may engage in each and every aspect of the general practice of medicine, but only through its officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional services, and any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

**ARTICLE IV
CAPITAL STRUCTURE**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock each having one dollar (\$1.00) par value per share.

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall commence as of the filing of these Articles and shall have perpetual existence thereafter.

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**ARTICLE VI
DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the bylaws of the corporation. The number of the members of the Board of Directors may either be increased or decreased from time to time as provided in the bylaws of the corporation, but shall never be less than one (1). The corporation shall have one (1) director initially, and the name and address of the initial director are as follows:

<u>Name</u>	<u>Address</u>
JOEL G. CASCHETTE, M.D.	3720 SE 17 th Avenue Cape Coral, Florida 33904

**ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the corporation at its initial registered office and the street address of its initial registered office are as follows:

<u>Name</u>	<u>Address</u>
JOEL G. CASCHETTE, M.D.	3720 SE 17 th Avenue Cape Coral, Florida 33904

**ARTICLE VIII
INCORPORATORS**

The name and address of the natural person signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
JOEL G. CASCHETTE, M.D.	3720 SE 17 th Avenue Cape Coral, Florida 33904

IN WITNESS WHEREOF, the undersigned has caused these Articles of Incorporation to be executed on this 20 day of AUGUST, 2005.


JOEL G. CASCHETTE, M.D.

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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.


JOEL G. CASCHETTE, M.D., Registered
Agent

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