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W.KEVIN RUSSELL P.A.

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Division of Corporations

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Division of Corporations
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Account Number : I20050000181
Phone : (941) 429-1871
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FLORIDA PROFIT CORPORATION OR P.A.

Dr. Adam P. Lipkin, MD, P.A.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

DR. ADAM P. LIPKIN, MD, P.A.

FILED
NOV 10 AM 8 09
TALLAHASSEE, FLORIDA

The undersigned incorporator, who is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, associates himself with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I - NAME

The name of the corporation is Dr. Adam P. Lipkin, MD, P.A..

ARTICLE II - PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 779 Medical Drive, Suite 1, Englewood, Florida 34223. The name of the initial registered agent of the corporation, located at that office, is Dr. Adam P. Lipkin.

ARTICLE III - DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV - PURPOSE

The purpose of the corporation is to practice the profession of medicine. The sole and exclusive professional service to be rendered by the corporation is the practice of medicine.

ARTICLE V - CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 10 shares. These shares shall be of a single class of common stock, and shall have a value of \$100.00 per share.

ARTICLE VI - CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida, including, but not limited to, the following: The practice of medicine.

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ARTICLE VII - INCORPORATORS

The name and street address of the person signing these articles of incorporation as an incorporator is:

NAMEADDRESS

Dr. Adam P. Lipkin

779 Medical Drive, Suite 1
Englewood, FL 34223**ARTICLE VIII - DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is 1, and the name and address of the initial director is:

NAMEADDRESS

Dr. Adam P. Lipkin

779 Medical Drive, Suite 1
Englewood, FL 34223

The initial director shall hold office until his successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be two (2) years and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX - BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the

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distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporator of this corporation, has executed these articles of incorporation at North Port, Sarasota County, Florida, this 10 day of November, 2005.

Witnesses:

W. Kevin Russell

Adam P. Lipkin
Dr. Adam P. Lipkin

Nancy R. Elliott

STATE OF FLORIDA:
COUNTY OF SARASOTA:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DR. ADAM P. LIPKIN, to me known to be the person described as incorporator or who has produced Fl. Drivers Lic as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 10 day of November, 2005.

NOTARY PUBLIC:

W. Kevin Russell
Sign

W. Kevin Russell
Print Name

Commission No.

My commission expires:



W. KEVIN RUSSELL
MY COMMISSION # DD 240168
EXPIRES: September 20, 2007
Bonded Thru Budget Notary Services

(SEAL)

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**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

FILED
05 NOV 10 AM 8:09
HALL COUNTY CLERK'S OFFICE
GAINESVILLE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

DR. ADAM P. LIPKIN, MD, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 779 Medical Drive, Suite 1, Englewood, County of Sarasota, State of Florida 34223, has designated Dr. Adam P. Lipkin, whose street address is 779 Medical Drive, Suite 1, Englewood, County of Sarasota, State of Florida 34223, as its agent to accept service of process within this state.

DR. ADAM P. LIPKIN, MD, P.A.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Dr. Adam P. Lipkin

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