

06/12/2006 15:14 RENE VANDEVOORDE
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FLORIDA PROFIT/NON PROFIT CORPORATION

Skin Cancer Center of the Treasure Coast, P.A.

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**ARTICLES OF INCORPORATION
OF
SKIN CANCER CENTER OF THE TREASURE COAST, P.A.**

The undersigned, for the purpose of forming a professional corporation or professional association, hereinafter the "Corporation," under the Florida Professional Service Corporation and Limited Liability Corporation Act, Florida Statutes, Chapter 621, hereby makes, acknowledges, and files the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the Corporation shall be Skin Cancer Center of the Treasure Coast, P.A.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Corporation shall be 49 Royal Palm Pointe, Vero Beach, Florida 32960.

ARTICLE III -- DURATION

The Corporation shall commence its existence on the date these Articles of Incorporation are filed with the Florida Department of State. The Corporation's existence shall be perpetual unless the Corporation is earlier dissolved as provided in these Articles of Incorporation or applicable Florida Statutes.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Corporation in the State of Florida shall be David L. Hancock, Esq., 1327 North Central Avenue, Sebastian, FL 32958.

ARTICLE V -- RESTRICTIONS ON SHAREHOLDERS

The only shareholders of the Corporation shall be other professional limited liability companies, professional corporations, or individuals duly licensed or otherwise legally authorized to render the same professional services as the Corporation.

ARTICLE VI -- PURPOSES OF CORPORATION

The Corporation shall engage in medical services, specifically including the diagnosis, treatment, surgery, re-constructive surgery for skin conditions, diseases, cancerous and pre-cancerous conditions, growths or lesions, and all other lawful purposes permitted under the laws of the State of Florida.

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ARTICLE VII -- ADMISSION OF NEW SHAREHOLDERS

No additional persons or entities shall become shareholders in the Corporation except with the unanimous written consent of all the existing shareholders of the Corporation and on such terms and conditions as shall be determined by the Board of Directors and allowed by these Articles of Incorporation and applicable Florida law.

ARTICLE VIII - AUTHORIZED CAPITAL

The Corporation has the authority to issue Ten Thousand (10,000) shares of common stock with a par value as may be established by the Board of Directors of the Corporation. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. There shall be such restrictions on the shares of stock of the Corporation as are duly authorized by the Board of Directors of the Corporation consistent with the laws of the State of Florida and the U.S. Internal Revenue Code, as each may be amended from time to time.

ARTICLE IX - CORPORATE EXISTENCE

The Corporation shall have a perpetual existence.

ARTICLE X - INCORPORATOR

The name and street address of the incorporator of the Corporation is: David L. Hancock, Esq., 1327 North Central Avenue, Sebastian, Florida 32958.

ARTICLE XI - STATUTORY ELECTIONS

The Corporation shall not be governed by the affiliated transactions provisions of the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions. The Corporation shall not be governed by the control-share acquisition provisions of the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions. The Corporation shall not be governed by and the shareholders of all common stock shall not have any preemptive rights provided by the Florida Business Corporation Act, Florida Statutes Chapter 607, or any successor or similar act or provisions.

ARTICLE XII - BOARD OF DIRECTORS

The number of Directors of the Board of Directors of this Corporation shall not be less than one (1) nor more than three (3), or as otherwise set forth in the by-laws of the Corporation. The term of each of the Directors shall be governed by the by-laws of the Corporation.

ARTICLE XIII - INDEMNIFICATION

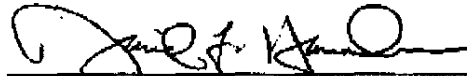
The Corporation is empowered to indemnify any officer, director, employee or

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agent of the Corporation in the manner set forth and provided for in the by-laws of the Corporation and by applicable law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation on June 12, 2006.



David L. Hancock, Esq., Incorporator of
Skin Cancer Center of the Treasure Coast,
P.A.

David L. Hancock, Esq.
Florida Bar No.: 123609
1327 North Central Avenue
Sebastian, FL 32958

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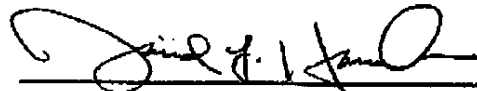
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE AND ACCEPTANCE OF REGISTERED AGENT**

Under the provisions of Florida Statutes, Chapter 621, Skin Cancer Center of the Treasure Coast, P.A. (hereinafter the "Corporation"), a Florida professional corporation or professional association, submits the following statement to designate a registered agent and registered office in the State of Florida:

1. The name of the Corporation is Skin Cancer Center of the Treasure Coast, P.A.
2. The name of the initial registered agent is David L. Hancock, Esq.
3. The initial registered office is 1327 North Central Avenue, Sebastian, FL 32958.

The undersigned, being the person named in the Articles of Incorporation of Skin Cancer Center of the Treasure Coast, P.A., as the registered agent of this Corporation, hereby consents to accept service of process for the above stated Corporation at the place designated in the Articles of Incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



David L. Hancock, Esq., Registered Agent

Dated: June 12, 2006

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