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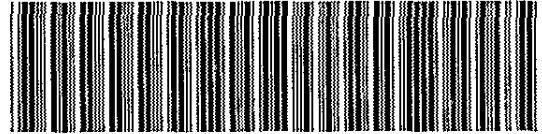
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: John A. Dawson M.D., P.A.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: John A. Dawson

Name (Printed or typed)

3043 N. 1st Ave

Address

Milton, FL, 32583

City, State & Zip

850 776 9779

Daytime Telephone number



NOTE: Please provide the original and one copy of the articles.

ENC: ORIGINAL + COPY
ADDITIONAL COPY
CASHLESS CHECK.

**ARTICLES OF INCORPORATION
OF**

John A. Dawson M.D., P.A.

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a professional association (herein called the "Corporation"). In compliance with Chapter 607 and / or Chapter 621, Florida Statutes, in the practice of medicine.

ARTICLE I NAME

The name of the Corporation shall be:

John A. Dawson M.D., P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

3300 North Pace Blvd. Suite L1.
Pensacola, 32505, Florida,
County of Escambia

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The purpose(s) for which the corporation is organized is to practice the profession of medicine. This Professional Medical Corporation is formed to:

1. Own, operate and maintain an establishment for the study, diagnosis and treatment of human ailments and injuries, whether physical or mental, and
To promote medical, surgical and scientific research and knowledge; provided that medical or surgical treatment, advice or consultation will be given by employees of the corporation only if they are licensed to practice medicine in the State of Florida; and
2. Invest the funds of the corporation in real estate, mortgages, stocks, bonds, and any other types of investments and to purchase, own, hold, rent, lease, or otherwise acquire or dispose of real property; provided that such investments and property are necessary for or incidental to the practice of medicine; and
3. Engage in any lawful act or activity for which professional corporations or associations may be formed under Chapter 607 and 621 of the Florida Statutes.

ARTICLE IV SHARES

The total number of shares of capital stock that the Corporation shall have authority to issue is One Thousand (1000), without par value.

ARTICLE V INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred Dollars (\$100.00).

ARTICLE VI INITIAL DIRECTOR

The name and mailing address of the Initial Director is:

John A. Dawson.
3043 N. 1st Ave., Milton, Fl. 32583

ARTICLE VII MANAGEMENT

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

1. The Board of Directors of the Corporation shall consist of at least one Director, with the exact number of Directors to be fixed from time to time in the manner provided in the Company's Bylaws. Directors may only be removed for cause. "Cause" shall mean any intentional or grossly reckless conduct that is harmful to the Corporation, such as misuse of confidential information, competing against the Corporation, a material violation of due care or fiduciary duties owing to the Corporation or other gross abuse of office.
2. The business of the Corporation shall be managed by its Director / Board of Directors; and the Director / Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
3. An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
4. The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
5. The board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

ARTICLE VII MANAGEMENT (cont)

6. The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
7. Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefore may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.
8. In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.
9. The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

ARTICLE VIII LIABILITY OF STOCKHOLDERS

The private property of the stockholders shall not be subject to the payment of corporate debt.

ARTICLE IX INDEMNIFICATION

The Corporation shall, to the fullest extent legally permissible under the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity as a director or officer of the Corporation and as to action in any other capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the Corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement or resolution adopted by the shareholders entitled to vote thereon after notice.

