

Division of Corporations..

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Florida Department of State
Division of Corporations
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the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

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ASSOCIATES IN NEONATOLOGY, P.A.**

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ASSOCIATES IN NEONATOLOGY, P.A.**

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Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its shareholders and board of directors, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE 1
NAME AND ADDRESS**

The name of this corporation shall be ASSOCIATES IN NEONATOLOGY, INC. The principal business address of the corporation is 9981 S. Healthpark Drive, Suite 281, Fort Myers, Florida 33908.

**ARTICLE 2
DURATION**

This corporation was incorporated on June 27, 2007, and shall have perpetual existence thereafter.

**ARTICLE 3
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

**ARTICLE 4
CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be seven thousand five hundred (7,500) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

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ARTICLE 5
REGISTERED AGENT AND OFFICE

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

NAME

William F. Liu, M.D.

ADDRESS9981 S. Healthpark Drive, Suite 281
Fort Myers, Florida 33908

ARTICLE 6
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. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

ARTICLE 7
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE 8
SUBSCRIBER

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

NAME

William F. Liu, M.D.

ADDRESS9981 S. Healthpark Drive, Suite 281
Fort Myers, Florida 33908

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In accordance with Section 607.1007(4), it is hereby certified that the Board of Directors adopted the Amended and Restated Articles of Incorporation and the amendments to the Articles of Incorporation appearing in the Amended and Restated Articles of Incorporation were unanimously approved by the shareholders in accordance with the Florida Business Corporation Act.


ASSOCIATES IN NEONATOLOGY, P.A.

Dated: MAY 18, 2010

By:


William F. Liu, M.D., President**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named to accept service of process for this corporation, at the place designated in these Amended and Restated 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.


William F. Liu, M.D., Registered Agent

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