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ROBERT J. PARESI JR., MD, P.A.

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

ROBERT J. PARESI JR., MD, P.A.

Document Number: P08000006839



Pursuant to the provisions of Sections 607.1006 and 607.1007, Florida Statutes, this Florida Profit Corporation adopts the following amended and restated Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Robert J. Paresi Jr., MD, P.A. (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 851 Morse Blvd., Winter Park, FL 32789.

ARTICLE III

<u>PURPOSE</u>

The Corporation may engage in the practice of medicine, and shall have all the powers conferred on professional corporations by the laws of the State of Florida.

ARTICLE IV

SHARES

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, with a par value of \$0.01 per share.

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ARTICLE V

DIRECTORS AND OFFICERS

The names and addresses of the directors and officers of the Corporation are:

Name

Title

<u>Address</u>

Robert J. Paresi, Jr., MD

Director, President,

851 Morse Blvd.

Secretary and Treasurer

Winter Park, FL 32789

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 851 Morse Blvd., Winter Park, FL 32789, and the name of the registered agent of the Corporation at that office is Robert J. Paresi, Jr., MD.

The Amended and Restated Articles of Incorporation of the Corporation were adopted on May 28, 2008.

The Amended and Restated Articles of Incorporation were approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

ROBERT J. PARESI JR., MD, P.A.

Robert Paresi, Ir

President

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT FOR

ROBERT J. PARESI JR., MD, P.A.

Having been appointed as Registered Agent to accept service of process for the abovestated Corporation, at the place designated in the Corporation's Amended and Restated Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and hereby agrees to act in this capacity. Further, the undersigned agrees to comply with the provisions of all statutes relative to the proper and complete performance of all duties and the undersigned is familiar with and accepts the obligations of such position.

Robert J. Paresi, Jr., MD