

P08000014822



603 MAIN STREET  
POST OFFICE BOX 1100  
WINDERMERE FLORIDA 34786-1100

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

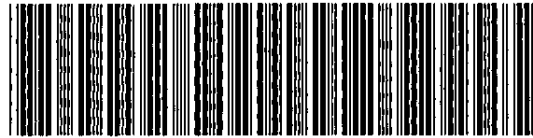
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300130255043

05/29/08--01019--001 \*\*35.00

FILED  
08 JUN 18 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

G. Gouffette JUN 18 2008



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 3, 2008

UNITED MEDICAL CORPORATION  
PO BOX 1100  
WINDERMERE, FL 34786

SUBJECT: TEN BROECK TAMPA, INC.  
Ref. Number: P08000014822

We have received your document for TEN BROECK TAMPA, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette  
Regulatory Specialist II

Letter Number: 708A00034398

RECEIVED  
2008 JUN 17 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** TEN BROECK TAMPA, INC.

**DOCUMENT NUMBER:** P08000014822

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KEVIN BARKMAN

(Name of Contact Person)

TEN BROECK TAMPA

(Firm/ Company)

603 MAIN STREET

(Address)

WINDERMERE, FL 34786

(City/ State and Zip Code)

For further information concerning this matter, please call:

LINDA SMITH

(Name of Contact Person)

at ( 407 ) 876-2200

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

TEN BROECK TAMPA, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P08000014822

(Document number of corporation (if known))

FILED  
08 JUN 18 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

**THE ARTICLES OF INCORPORATION ARE HEREBY AMENDED IN THEIR ENTIRETY BY THE ATTACHED ARTICLES OF INCORPORATION.**

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

**ARTICLES OF INCORPORATION  
OF  
TEN BROECK TAMPA, INC.**

The undersigned, acting as incorporator of a corporation under the laws of the State of Florida (the "Act"), adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**

**Name**

The name of the Corporation shall be **Ten Broeck Tampa, Inc.**

**ARTICLE II**

**Duration**

The duration of the Corporation shall be perpetual. This Corporation shall begin its corporate existence as of the date that these Articles are filed with the Secretary of State.

**ARTICLE III**

**Purposes**

The purposes of the Corporation shall be to transact any and all lawful business for which corporations may be incorporated under the Act.

**ARTICLE IV**

**Authorized Shares**

The aggregate number of shares of stock of all classes which the Corporation has authority to issue is Two Thousand (2,000) shares, which are divided into two classes of One Thousand (1,000) shares of Class A (voting) Common Stock and One Thousand (1,000) shares of Class B (non-voting) Common Stock. Class A and Class B have identical rights and privileges, including identical rights to distributions, except in a situation of a distribution of securities of another business entity by the Corporation to the Shareholders, in which voting securities shall be distributed with respect to the Class A Stock and non-voting securities shall be distributed with respect to the Class B Stock. Except as otherwise required by the Act, Class B shares have no voting rights.

**ARTICLE V**

**Board or Directors**

The affairs of the Corporation shall be managed and conducted by a Board of Directors. The number of directors shall be determined in the manner prescribed from time to time by the Bylaws of the Corporation.

**ARTICLE VI**

**Registered Office; Registered Agent**

The street address of the registered office of the Corporation is 603 Main Street, P.O. Box 1100, Windermere, Florida 34786 and the name of the registered agent at such address is Kevin Barkman.

**ARTICLE VII**

**Principal Office**

The mailing address of the principal office of the Corporation is 603 Main Street, P.O. Box, Windermere, Florida 34786.

**ARTICLE VIII**

**Indemnification and Insurance**

A. Non-Exclusivity of Rights. The right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this Article IX shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, Bylaw, agreement, vote of shareholders or disinterested directors or otherwise.

B. Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the Act.

**ARTICLE IX**

**Limitation on Director Liability**

A. Scope of Limitation. A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for any act or omission constituting a breach of his or her duty as a director, unless such act or omission (i) relates to a transaction in

which the director has a personal financial interest which is in conflict with the financial interests of the Corporation or its shareholders; (ii) is not in good faith or involves intentional misconduct or is known to the director to be a violation of law; (iii) is a vote for or assent to an unlawful distribution to shareholders as prohibited under Act; or (iv) relates to a transaction from which the director derives an improper personal benefit.

B. Amendment of Act. If the Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act, as so amended, and without the necessity for further shareholder action in respect thereof. This provision shall not apply to amendments that extend or increase the personally liability of a director, which may only be adopted by a formal amendment of these Articles.


C. Repeal or Modification. Any repeal or modification of this Article X by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such repeal or modification.

## **ARTICLE X**

### **Incorporator**


Kevin Barkman, whose address is 603 Main Street, P.O. Box, Windermere, Florida 34786 is the sole incorporator of the Corporation.

IN TESTIMONY WHEREOF, witness the signature of the incorporator of the Corporation this February 22, 2008.

  
Kevin Barkman, Incorporator

**CONSENT OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above state corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Kevin Barkman, Registered Agent

Dated: February 22, 2008

The date of each amendment(s) adoption: 2/22/08

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by  
\_\_\_\_\_. "  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature Kevin Barkman  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

KEVIN BARKMAN  
(Typed or printed name of person signing)

EXECUTIVE VICE PRESIDENT & SECRETARY  
(Title of person signing)

**FILING FEE: \$35**