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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LAW OFFICES  
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.

RICHARDS BUILDING  
1253 PARK STREET  
CLEARWATER, FLORIDA 33756

RALPH RICHARDS (1893-1980)  
JOHN D. FITE (1933-2000)  
JOHN E. SLAUGHTER, JR.  
EMIL G. PRATESI  
R. CARLTON WARD  
THEO J. KARAPHILLIS

TEL: (727) 443-3281  
FAX: (727) 448-3741

OF COUNSEL  
WILLIAM W. GILKEY  
PATRICK W. RINARD  
ROBERT C. BURKE, JR.

April 16, 2008

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation  
MEDICUS FORENSICS PROFESSIONAL CORPORATION

Dear Sir/Madam:

We enclose for filing in your office the original Articles of Incorporation and designation of Registered Agent for the above noted corporation.

We also enclose a check in the amount of \$78.75 to cover the following:

File Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy of Articles	8.75
	<u>\$ 78.75</u>

We appreciate your forwarding the certified copy of the Articles to the undersigned at the firm and address shown above.

Very truly yours,

  
Emil G. Pratesi

EGP/mk  
Enclosures



RECEIVED

00 APR 28 AM 8:00

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 21, 2008

RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.  
% EMIL G. PRATESI  
1253 PARK STREET  
CLEARWATER, FL 33756

SUBJECT: MEDICUS FORENSICS PROFESSIONAL CORPORATION  
Ref. Number: W08000020047

We have received your document for MEDICUS FORENSICS PROFESSIONAL CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The only acceptable corporate suffixes for professional associations are PROFESSIONAL ASSOCIATION, P.A., and CHARTERED.

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) 245-6934.

Loria Poole  
Regulatory Specialist II

Letter Number: 408A00023798

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MEDICUS FORENSICS PROFESSIONAL ASSOCIATION

ARTICLE I - Name

The name of this corporation is MEDICUS FORENSICS  
PROFESSIONAL ASSOCIATION P.A.

9601 Mid Summer Lane  
Leesburg, Florida 34788

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 621, Florida Statutes, as presently enacted and as it may be amended from time to time. To render the professional services of that of a duly licensed medical doctor and County Medical Examiner under Florida Statute 406, as presently enacted and as it may be amended from time to time, and as medical legal consultants.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9601 Mid Summer Lane, Leesburg, Florida, 334788, and the name of the initial registered agent of this corporation at that address is BARBARA C. WOLF, MD.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director, initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
BARBARA C. WOLF, MD	9601 Mid Summer Lane Leesburg, Florida 34788

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
BARBARA C. WOLF, MD	9601 Mid Summer Lane Leesburg, Florida 34788

ARTICLE IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - Restriction on Alienation

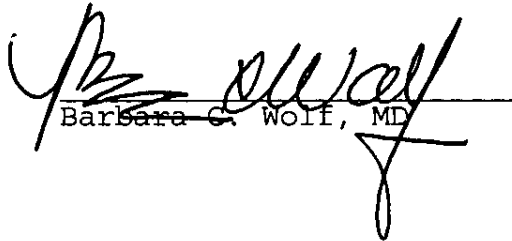
The shareholders of the Corporation shall have the power to include in the Bylaws, adopted by a two-thirds majority of the stockholders of the Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details thereof, shall be determined by the shareholders of the Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless the existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such shares. No shareholder of the Corporation may sell or transfer his shares

therein except to another individual who is eligible to be a shareholder of the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specially called for such purpose. If any shareholder shall become legally disqualified to practice medicine in the State of Florida, or accept employment that places restrictions or limitations upon their continuous rendering of such professional services, such shareholder's shares of stock shall immediately become subject to purchase by the Corporation in accordance with the Bylaws adopted by the shareholders.

ARTICLE XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 11<sup>th</sup> day of April, 2008 2008.

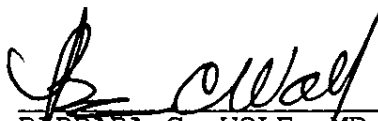
  
Barbara C. Wolf, MD

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, MEDICUS FORENSICS PROFESSIONAL ASSOCIATION desiring to organize under the laws of the State of Florida, hereby designates BARBARA C. WOLF, MD located at 9601 Mid Summer Lane, Leesburg, Florida 334788, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

  
\_\_\_\_\_  
BARBARA C. WOLF, MD

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2008 APR 28 PM 4:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EGP/mk

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