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FLORIDA PROFIT/NON PROFIT CORPORATION

Michael A. Coffey, M.D., P.A.

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ARTICLES OF INCORPORATION
OF
MICHAEL A. COFFEY, M.D., P.A.

The undersigned, as incorporator for MICHAEL A. COFFEY, M.D., who is licensed to practice medicine in the State of Florida, adopt these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is MICHAEL A. COFFEY, M.D., P.A. The street address of its initial principal place of business is 32900 Washington Loop Road, Punta Gorda, Florida 33982, and its mailing address is P.O. Box 510489, Punta Gorda, Florida 33951.

ARTICLE II - PURPOSE

This professional service corporation is organized to engage in every phase and aspect of the practice of medicine. In addition, the professional service corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE III - CAPITAL STOCK

A. The total number of shares of capital stock which the corporation shall be authorized to issue is 1,000 shares. Such shares shall be of a single class of common stock and shall have a par value of \$1.00 per share.

B. Each shareholder must be duly licensed or otherwise legally authorized to practice medicine in the State of Florida.

C. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

ARTICLE IV - DURATION

This corporation shall have perpetual existence commencing upon filing of these Articles.

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ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 99 Nesbit Street, Punta Gorda, Florida 33950, and the name of the initial registered agent of this corporation at that address is David A. Holmes.

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

The business of this professional service corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this professional service corporation. The name and post office addresses of the initial board of directors, the president, secretary and treasurer who shall hold office for the first year of the existence of the professional service corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORADDRESS

MICHAEL A. COFFEY, M.D.

32900 Washington Loop Road
Punta Gorda, FL 33982OFFICERSTITLEADDRESSMICHAEL A. COFFEY, M.D. President/Secretary/
Treasurer 32900 Washington Loop Road
Punta Gorda, FL 33982ARTICLE VII - INCORPORATOR

The name and address of the incorporator is as follows:

INCORPORATORADDRESS

David A. Holmes, Esquire

99 Nesbit Street
Punta Gorda, FL 33950ARTICLE VIII - TRANSACTION WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any other corporation or are directors or officers of any other corporation. Any director individually or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is interested shall be disclosed or shall have been known to the board of directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm or who is interested may be counted in determining the existence of a quorum at any meeting of the

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board of directors of this corporation which shall authorize any such contract or transaction, with like force and effect, as if he were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors of this corporation only.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated at Punta Gorda, Florida, on the 6 day of May, 2009.



DAVID A. HOLMES, INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment 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.



DAVID A. HOLMES

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