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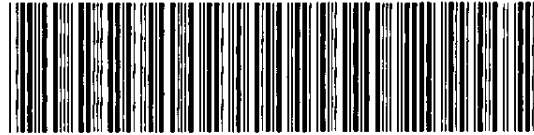
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Effective Date

10-29-09

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November 3, 2009

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Michael D. Boehm, M.D., P.A.

**Filing Evidence**

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include  
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MICHAEL D. BOEHM, M.D., P. A.**

The undersigned subscriber to the Articles of Incorporation, a natural person competent to contract hereby forms a professional service corporation, under the provisions of Chapter 608 of the Florida Statutes, as supplemented by Chapter 621 of the Florida Statutes, known as "The Professional Service Corporation Act" of the State of Florida.

Effective Date

ARTICLE I - NAME

10-29-09

1.01 The name of the professional service corporation shall be:

**MICHAEL D. BOEHM, M.D., P. A.**

ARTICLE II - DURATION

2.01 The General nature of the business to be transacted by this professional service corporation is: to engage in every aspect of the general practice of medicine; and to engage in any lawful act or activity for which professional service corporations may be organized under the laws of the United States and of the State of Florida. The professional services involved in the corporation's practice of law may be practiced through its officers, agents and employees who are duly authorized and licensed to practice law under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

3.01 The maximum number of shares, which this professional service corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$ 1.00 per share. Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting. All shares of the professional service corporation's stock and certificates therefore shall be issued only to medical doctors authorized and licensed in the State of Florida.

ARTICLE IV  
CAPITAL

4.01 The amount of capital with which this professional service corporation shall begin business shall not be less than One Thousand Dollars (\$ 1,000.00).

ARTICLE V  
CORPORATE EXISTENCE

5.01 Commencement. The date when corporate existence shall commence shall be: **October 29, 2009.**

5.02 Duration. The professional service corporation is to exist perpetually, unless sooner terminated by operation of law.

ARTICLE VI

6.01 Principal office. The initial address of the principal office of this professional corporation is, to be: **1601 West Reynolds Street, Suite 104, Plant City, FL 33563.**

6.02 Relocation. The Board of Directors may from time to time designate such other address or place for the principal office of this professional service corporation as it may see fit; and it may establish branch offices, locations, or places of business in such places within or without the State of Florida as the Board of Directors from time to time may direct.

ARTICLE VII

7.01 The professional services corporation shall have **one (1)** director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than **one (1)**.

ARTICLE VIII  
NAME AND ADDRESS OF THE INCORPORATORS

8.01 The name and address of the incorporator is:

**Michael D. Boehm**  
**1601 West Reynolds Street, Suite 104**  
**Plant City, Florida 33563**

ARTICLE IX  
NAME AND ADDRESS OF THE BOARD OF DIRECTORS

9.01 The name and street address of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

**Michael D. Boehm**  
**1601 West Reynolds Street, Suite 104**  
**Plant City, Florida 33563**

ARTICLE X  
STOCKHOLDERS

10.01 The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed as medical doctors in the State of Florida, and who are employees, officers or agents of this corporation.

In the event that a stockholder:

- A. Becomes disqualified to practice law in this state; or
- B. Is elected to a public office or accepts employment, that pursuant to law, places restrictions or limitations upon his continued rendered of professional services as an attorney; or
- C. Ceases to be an employee, office or agent of the corporation; or
- D. Sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge is made in a manner prohibited by law or in a manner inconsistent with the provisions of these Articles of Incorporation, or the by-Laws of this corporation; or
- E. Suffers an execution to be levied upon his stock where such stock is subjected to judicial sale or

or other process, the effect of which is to vest any legal or equitable interest in such stock in some person other than the stockholder;

Then the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately canceled by this corporation and the stockholder or other person in possession of such stock be entitled only to receive payment for the value of such stock, which, in the absence of By-Law provision or a written agreement between the corporation and stockholders, or a written agreement among the stockholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the vents above enumerated occurs. The stockholder whose stock so becomes forfeited and is canceled by the corporation, shall forthwith cease to be an employee, officer, director or agent of this corporation, and except to receive payment for this stock in accordance with the foregoing, and payment of any other sums then lawfully due and owing to said stockholder by the corporation, such stockholder shall then and thereafter have no further financial interest of any kind in this corporation.

#### ARTICLE XI DEATH OF STOCKHOLDER

11.01 Upon the death of a stockholder, his stock shall be subject to purchase by the corporation or by the other stockholders at such price and upon such terms and conditions and in such manner as may be provided for by the By-Laws of this corporation, or by written agreement between the corporation and its stockholders or by written agreement among the stockholders, in manner consistent with law and these articles.

#### ARTICLE XII REGISTERED AGENT

The identity and address of the Resident Agent for the professional service corporation is as follows: **GLEN R. LANSKY, ESQUIRE, LANSKY & COURTNEY, P.L., 137 S. PARSONS AVENUE, BRANDON, FLORIDA 33511.**

#### ARTICLE XIII AMENDMENTS

13.01 The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all

**NOTARY PUBLIC**  
  
**Denise L. Taylor**  
**Commission # DD611973**  
**Expires November 6, 2010**  
**STATE OF FLORIDA**  
Bonded Troy Fain - Insurance Inc. 800-385-7019

**CERTIFICATE DESIGNATION  
REGISTERED AGENT/REGISTERED AGENT**

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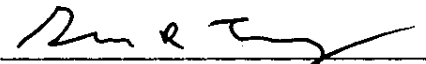
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is **MICHAEL D. BOEHM, M.D., P. A.**
2. The name and address of the registered agent and office is:

**GLEN R. LANSKY  
c/o LANSKY & COURTNEY, P.L.  
137 S. PARSONS AVE.  
BRANDON, FL 33511**

**ACKNOWLEDGMENT**

Having been named Registered Agent for the Above-stated Corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Signature:   
GLEN R. LANSKY

Date: 10/29/09

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