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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

EFFECTIVE DATE 1/1/2010

**PAXTON & WILLIAMS**  
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December 22, 2009

**VIA FEDERAL EXPRESS**

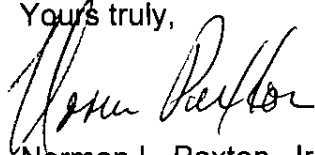
Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Michael C. Belcon, M.D. P.A.**

Dear Sir/Madam,

Enclosed for filing are the original and a copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$78.75, for filing fees and certified copy. Please return the certified copy of the articles to this office.

Yours truly,



Norman L. Paxton, Jr.

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**MICHAEL C. BELCON, M.D. P.A.**

**FILED**  
09 DEC 23 PM 12:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
EFFECTIVE DATE 1/1/2010

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting as Incorporator for the purpose of forming a Professional Service Corporation under the Florida Business Corporation Act and the Professional Service Company Act, of the Florida Statutes does hereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of the corporation is Michael C. Belcon, M.D. P.A.

**ARTICLE II**  
**EFFECTIVE DATE AND DURATION**

The effective date of incorporation shall be January 1, 2010 and the duration of the corporation is perpetual.

**ARTICLE III**  
**PURPOSE**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purpose of providing medical care and treatment.
- b. To engage and render the professional services involved, only through its officers, agents and employees who shall be physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

- c. To invest its funds in real estate, mortgages, stocks bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of professional services specified herein.
- e. To do every thing necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### **ARTICLE IV** **AUTHORIZED SHARES**

The maximum number of shares that the 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. Shares of the corporation's stock shall be issued only to physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### **ARTICLE V** **PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms, and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be 2401 Frist Blvd, Suite 4, Fort Pierce, FL 34950.

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 2401 Frist Blvd, Suite 4, Fort Pierce, FL 34950 and the name of the corporation's initial registered agent at that address is Michael C. Belcon, M.D.

**ARTICLE VIII**  
**INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
Michael C. Belcon, M.D.	2401 Frist Blvd, Suite 4 Fort Pierce, FL 34950

**ARTICLE IX**  
**INCORPORATOR**

The name and street address of the Incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Michael C. Belcon, M.D.	2401 Frist Blvd, Suite 4 Fort Pierce, FL 34950

**ARTICLE X**  
**INDEMNIFICATION**


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

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**ARTICLE XI**  
**AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22 day of December, 2009.

  
\_\_\_\_\_  
Michael C. Belcon, M.D.  
Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles, 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.

Date: Dec 22/09

  
\_\_\_\_\_  
Michael C. Belcon, M.D.