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FLORIDA PROFIT/NON PROFIT CORPORATION
Florida Surgical Physicians, P.A.

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ARTICLES OF INCORPORATION

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OF

FLORIDA SURGICAL PHYSICIANS, P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation is Florida Surgical Physicians, P.A.

**ARTICLE II
CORPORATE ADDRESS**

The principal office is 7818 Monterey Bay Drive, Jacksonville, Florida 32256 and the mailing address of the corporation is 7818 Monterey Bay Drive, Jacksonville, Florida 32256 at the time of execution of these Articles.

**ARTICLE III
PERPETUAL EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE IV
PURPOSE**

This corporation is organized as a Professional Association under and pursuant to the provisions of Chapter 607 and Chapter 621, Florida Statutes, for the purpose of transacting any or all lawful business for which such a corporation may be incorporated under said chapters and for the purpose of rendering medical and surgical services through those officers and employees of the corporation duly authorized by law to provide the same.

**ARTICLE V
CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, of a par value of \$.01 per share, all of which shares shall be designated common shares.

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**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT
PRINCIPAL ADDRESS**

The street address of the initial registered office of this corporation is 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207 and the name of its initial registered agent at such address is Gresham R. Stoneburner.

**ARTICLE VII
DIRECTORS**

The name and address of the Initial Director of the corporation is Michael Baptista, M.D., 7818 Monterey Bay Drive, Jacksonville, Florida 32256.

**ARTICLE VIII
BYLAWS**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.


**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator of this corporation is Gresham R. Stoneburner, 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207.

**ARTICLE X
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 8th day of February 2010.



Gresham R. Stoneburner
Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that Florida Surgical Physicians, P.A. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7818 Monterey Bay Drive, Jacksonville, Florida 32256, has named Gresham R. Stoneburner located at 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207, as its agent to accept service of process within Florida.

Gresham R. Stoneburner

Gresham R. Stoneburner
Incorporator

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Gresham R. Stoneburner

Gresham R. Stoneburner
Registered Agent

Dated: February 8, 2010

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