

Apr 22-10 10:31

From: RUDEN, MCCLOSKEY, FTL

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FLORIDA PROFIT/NON PROFIT CORPORATION  
University Urologists Research Associates, P.A.

Certificate of Status	1
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**ARTICLES OF INCORPORATION  
OF  
UNIVERSITY UROLOGISTS RESEARCH ASSOCIATES, P.A.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a professional service corporation under the Professional Service Corporation and Limited Liability Company Act.

**ARTICLE I**

**NAME AND BUSINESS OF CORPORATION**

The name of this Corporation shall be: University Urologists Research Associates, P.A. The business of the Corporation shall be the practice of medicine, including the performance of clinical studies, and any and all activities necessary or appropriate to carrying out such business.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 4889 S. Congress Avenue, Lake Worth, Florida 33461.

**ARTICLE III**

**AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$0.01 per share. Each holder of capital stock of this Corporation shall be other professional corporations, professional limited liability companies or individuals, each of whom are licensed to practice medicine. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation, each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefore. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to

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participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

#### ARTICLE IV

##### ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 4889 S. Congress Avenue, Lake Worth, Florida 33461. and the initial registered agent of the Corporation at that address shall be Steven J. Varady, M.D.


#### ARTICLE V

##### INCORPORATOR

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

Steven J. Varady, M.D.  
470 S. Country Club Drive  
Atlantis, Florida 33462

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 20<sup>th</sup> day of April, 2010.

  
\_\_\_\_\_  
Steven J. Varady, M.D.  
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

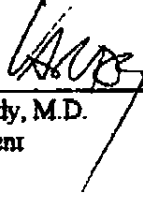
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From-RUDEN McCLOSKEY FTL

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\_\_\_\_\_  
Steven J. Varady, M.D.  
Registered Agent

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