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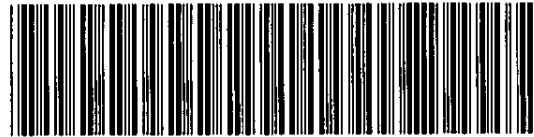
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**EXAMINER**



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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BRENDA WATSON, P.A.

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- Art of Inc. File \_\_\_\_\_
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- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
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- UCC 11 Retrieval \_\_\_\_\_
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**ARTICLES OF INCORPORATION**  
**OF**  
**BRENDA WATSON MD, P.A.**

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11 APR - 1 PM 1:57

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a professional services corporation under Chapter 607 and Chapter 621, Florida Statutes:

ARTICLE I - Name

The name of the corporation is BRENDA WATSON MD, P.A.

ARTICLE II - Principal Office  
and Mailing Address of the Corporation

The address of the principal office of the corporation is 13727 Marsh Harbor Drive, Jacksonville, Florida 32225, and its mailing address is the same.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV – Specific Purpose

The corporation is organized for the purpose of rendering the professional services a medical doctor duly licensed by the State of Florida is authorized to undertake, and for owning the real property and personal property necessary for the rendering of such professional services.

ARTICLE V - Stock

The corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock, which shares shall be a single class.

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares

authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation. The name and street address of the initial director, who shall hold office until the appointment of her successor by the corporation's stockholders, is:

<u>Name</u>	<u>Address</u>
Brenda Watson, MD	13727 Marsh Harbor Drive Jacksonville, Florida 32225

#### ARTICLE VIII - Officers

The officers of the corporation shall consist of a president and secretary, each of whom shall be elected by the Board of Directors of the corporation.

The name and street address of the initial officers of the corporation are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Brenda Watson, MD	13727 Marsh Harbor Drive Jacksonville, Florida 32225
Secretary	Brenda Watson, MD	13727 Marsh Harbor Drive Jacksonville, Florida 32225

#### ARTICLE IX - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE XI - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XII - Incorporator

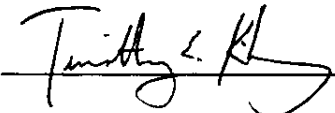
The name and address of the Incorporator to these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Timothy E. Kiley, Esq.	225 E. Lemon Street Suite 300 Lakeland, Florida 33801

ARTICLE XIII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801, and the name of the initial registered agent of the corporation at that address is Timothy E. Kiley, Esq.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this 31 day of March, 2011.

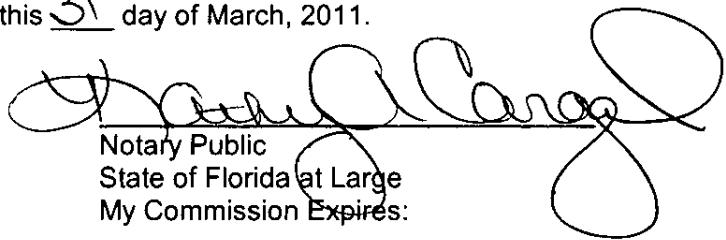
 (SEAL)

STATE OF FLORIDA  
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Timothy E. Kiley, Esq., who  is personally known to me or who  has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 31 day of March, 2011.

(NOTARIAL SEAL)

  
Notary Public  
State of Florida at Large  
My Commission Expires:



KATHY A. CARGAL  
Commission DD 644989  
Expires April 30, 2011  
Bonded Thru Troy Fain Insurance 800-385-7019

To: The Department of State  
Tallahassee, Florida 32304

**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 607.0501 of the Florida General Corporation Act, the following is submitted:

BRENDA WATSON MD, P.A., with its place of business at 13727 Marsh Harbor Drive, Jacksonville, Florida 32225, has named Timothy E. Kiley, Esq. of Peterson & Myers, P.A., located at 225 E. Lemon Street, Suite 300, Lakeland, Florida 33803, as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT**

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated March 31, 2011.

  
TIMOTHY E. KILEY  
Registered Agent