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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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## JAMES R. NIESET, P.A. Attorney At Law

6740-D Crosswinds Drive N. St. Petersburg, FL 33710
E-mail: jrn.pa@verizon.net

Tel: (727) 345-1999 Fax: (727) 345-1447

January 29, 2015

Bureau of Corporate Records Secretary of State 409 East Gaines Street Tallahassee, FL 32399

RE: RICHARD E. SUMNER, MD, P.A.

#### Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named corporation, along with our check in the amount of \$78.75, which represents the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	_35.00
	\$78.75

Please file the original and return the certified copy to the above address. Thank you for your attention and cooperation.

Very truly-yours,

Susan L. VanHaaren Legal Assistant

/slv Enclosures

#### ARTICLES OF INCORPORATION

**OF** 

#### RICHARD E. SUMNER, MD, P.A.

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida:

#### **ARTICLE I. NAME**

The name of the professional service corporation is RICHARD E. SUMNER, MD, P.A.

#### **ARTICLE II. DURATION**

The professional service corporation shall exist perpetually commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State.

#### ARTICLE III. PRINCIPAL OFFICE OF BUSINESS

The principal office and mailing address for this corporation will be:

6740 Crosswinds Drive North, Suite "C" St. Petersburg, FL 33710

#### **ARTICLE IV. PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

#### ARTICLE V. CAPITAL STOCK

The professional service corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the registered agent of this corporation are:

JAMES R. NIESET 6740-D Crosswinds Drive North St. Petersburg, FL 33710

#### ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of 1 member. The name, address and position of the member of the first board of director(s) is:

RICHARD E. SUMNER 6740 Crosswinds Drive North, Suite "C" St. Petersburg, FL 33710 **DIRECTOR** 

#### ARTICLE VIII. TRANSFER OF STOCK

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of

stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

RICHARD E. SUMNER 6740 Crosswinds Drive North, Suite "C" St. Petersburg, FL 33710

#### **ARTICLE X. INDEMNIFICATION**

The professional service corporation shall indemnify any person acting as a director, officer, employee or agent of the corporation to the full extent permitted by law.

#### ARTICLE XI. AMENDMENT

The professional service corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 29 day of January, 2015.

RICHARD E. SUMNER

STATE OF FLORIDA COUNTY OF PINELLAS

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The foregoing instrument was acknowledged before me this **29** day of January, 2015, by RICHARD E. SUMNER, who is personally known to me.

NOTARY PUBLIC

JAMES R. NIESET

MY COMMISSION # EE 878346

EXPIRES: March 27, 2017

Bonded Thru Notary Public Underwriters

### ACCEPTANCE OF REGISTERED AGENT

I HEREBY AGREE as registered agent to accept service of process for the abovenamed corporation and to comply with the applicable provisions of Florida law relative to office hours and posting of registered agent names.

JAMES R. NIESE

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