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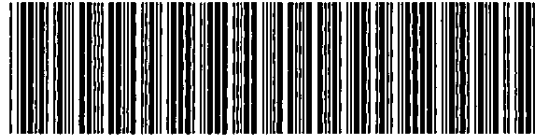
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ALLAHUSSEIN FLORIDA

*OC
4/8/15

AUSLEY McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

123 SOUTH CALHOUN STREET

P.O. BOX 391 (ZIP 32302)

TALLAHASSEE, FLORIDA 32301

(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5457

April 6, 2015

Secretary of State
2661 Executive Center Circle West
Tallahassee, Florida 32301

VIA HAND DELIVERY

Re: **SEPA of Northeast Florida, P.A.**

Dear Madam/Sir:

Enclosed for filing are the original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of Status

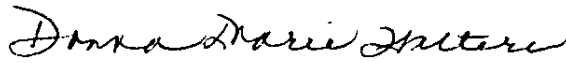
☒ \$78.75
Filing Fee &
Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy &
Certificate of Status

I would appreciate your calling me at 425-5457 when the certified copy is ready, and I will arrange for someone to pick it up. Please do not hesitate to call me or Bob Pierce if you have any questions.

Thank you in advance for your usual assistance in these matters.

Sincerely,


Donna Marie Walters, FRP
Florida Registered Paralegal

/dmw

Enclosures

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**ARTICLES OF INCORPORATION
OF
SEPA OF NORTHEAST FLORIDA, P.A.**

The undersigned hereby files these Articles of Incorporation in order to form a professional service corporation (**Corporation**) under the laws of the State of Florida.

**Article 1.
Name and Principal Office**

The name of this Corporation shall be **SEPA of Northeast Florida, P.A.** The principal place of business and mailing address of this Corporation shall be 841 Prudential Drive, Jacksonville, Florida 32209.

**Article 2.
Nature of Business**

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

- A. to engage in the practice of medicine and related activities within the State of Florida; and to engage in any activities necessary and proper to facilitate and promote the practice of medicine through its officers and employees;
- B. to the extent not prohibited by the Professional Service Corporation Act, to invest its funds in real estate, mortgages, stocks, bonds and any other type of investments;
- C. to own or lease real or personal property necessary for the rendering of professional services; and
- D. to engage in any or all other activities or business permitted under the Florida Professional Services Corporation Act for the rendering of professional medical services and related activities consistent with the Florida Business Corporation Act.

**Article 3.
Stock**

The authorized capital stock of this Corporation shall consist of ten thousand (10,000) shares of common stock with no par value per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

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2015 APR -6 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 4.
Powers

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

Article 5.
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

Article 6.
Number of Directors

This Corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the shareholders.

Article 7.
Initial Board of Directors

The initial Board of Directors shall consist of two (2) persons. The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the first annual meeting of the Shareholders and thereafter until the member's successor is elected, are as follows:

Patrick Godbey, M.D.

203 Indigo Street
Brunswick, Georgia 31525

Mark G. Hanly, M.D.

805 Prudential Drive
Jacksonville, Florida 32209

Article 8.
Officers

The Corporation shall have a president, a secretary, and a treasurer and may have additional and assistant officers, including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office. The name and address of the initial officers are as follows:

President

Patrick Godbey, M.D.

203 Indigo Street
Brunswick, Georgia 31525

Secretary/Treasurer

Mark G. Hanly, M.D.

805 Prudential Drive
Jacksonville, Florida 32209

Article 9.
Indemnification

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by law.

Article 10.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

Article 11.
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 841 Prudential Drive, Jacksonville, Florida 32207. The name of the initial Registered Agent of the Corporation at the above address shall be **Mark G. Hanly**. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

Article 12.
Incorporator

The name and street address of the Incorporator of this Corporation are as follows:

J. Thomas Whelchel, Esq.	504 Beachview Drive, Suite 3-D St. Simons Island, Georgia 31522
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Having been named registered agent to accept service of process for the above-stated professional association at the place designated in these Articles, the undersigned is familiar with and hereby accepts said appointment as registered agent and further agrees to act in this capacity.


Dr. Mark G. Hanly
MBChB, FRCPath(Lond), FCAP
Medical Director

Mark G. Hanly
Registered Agent

Date: 4/2/2015

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided in Section 817.155, Florida Statutes.



J. THOMAS WELCHEL
Incorporator

Date: 4/2/15