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☐ PICK-UP

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

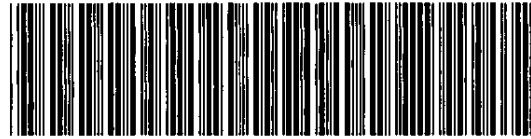
Special Instructions to Filing Officer:

WIS-32920

Office Use Only

JUN 15 2015

T. SCOTT



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15 JUN 15 PM 1:30



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 8, 2015

DAVID A. DIAMOND
1603 LOOKOUT LANDING CIRCLE
WINTER PRAK, FL 32789

SUBJECT: ONCOLOGY PHYSICIANS OF FLORIDA, P.A
Ref. Number: W15000032920

We have received your document for ONCOLOGY PHYSICIANS OF FLORIDA, P.A and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific business purpose of the professional association must be stated in the document.

Please remove "ANY AND ALL LAWFUL BUSINESS" from your purpose.

If you have any further questions concerning your document, please call (850) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 915A00009731

7/12
2015

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: ONCOLOGY PHYSICIANS OF FLORIDA, P.A.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: DAVID A. DIAMOND

Name (Printed or typed)

1603 LOOKOUT LANDING CIRCLE

Address

WINTER PARK, FLORIDA 32789

City, State & Zip

407-694-8327

Daytime Telephone number

dagdmail@yahoo.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
ONCOLOGY PHYSICIANS OF FLORIDA, P.A.**

.....The undersigned incorporators, natural people competent to contract and Doctors of Medicine
duly licensed to render services as such under the laws of the State of Florida, hereby forms a
corporation for profit under the Professional Service Corporation Act and other laws of the State
of Florida.

ARTICLE 1 – NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this corporation shall be Oncology Physicians of Florida, P.A and assigned
Florida Department of State, Division of Corporations document number
_____. The street address of the principal office and mailing address for this
corporation is 1603 Lookout Landing circle, Winter Park, FL 32789.

ARTICLE II - PURPOSE

This Corporation is organized under Chapter 607 and Chapter 621, *Florida Statutes*, for the
purpose of the operation of a medical practice.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue
and have outstanding at any one time is One Thousand (1000) shares of common stock having a
par value of One Dollar (\$1.00) per share.

ARTICLE IV – REGISTERED AGENT AND ADDRESS OF REGISTERED OFFICE

The name of the initial registered agent of this Corporation is Andrew J. LaFave, Esq., who
has signed a Certificate of Acceptance attached to these Articles of Incorporation to indicate his
acceptance, which Certificate is incorporated herein by reference.

The street address of the initial registered office where the registered agent is located is 3900
Lake Sarah Drive, Orlando, FL 32804.

15 JUN 15 PM 1:30

ARTICLE V - DURATION

This corporation shall commence on the date these Articles are filed with the Florida Department of State, Division of Corporations and shall exist perpetually unless dissolved according to law.

ARTICLE VI - BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be five (5).
- B. The number of Directors may be increased or decreased from time to time by Bylaws adopted by the shareholders or Directors, but shall never be less than one (1).
- C. The names and street addresses of the initial Directors of the Board of Directors, to hold office for the first year of the existence of this corporation or until their successor(s) are elected or appointed and has qualified, are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Alvaro Alvarez-Farinetti MD	71 Hammock Beach Circle N., Palm Coast, FL 32137
Jeffrey G. Brabham MD	3432 Ashton Oaks Cove, Longwood, FL 32779
David A. Diamond MD	1603 Lookout Landing Circle, Winter Park, FL 32789
Kelly E. LaFave MD	3900 Lake Sarah Drive, Orlando, FL 32804
Michael D. Sombeck MD	3006 Lee Shore Loop, Orlando, FL 32820

D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal shall be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.

E. Each Director shall be a Doctor of Medicine duly licensed to render services as such under the laws of the State of Florida.

ARTICLE VII - INCORPORATORS

The following are the names and street addresses of the people signing these Articles of Incorporation, Doctors of Medicine duly licensed to render services as such under the laws of the State of Florida:

<u>NAME</u>	<u>STREET ADDRESS</u>
Alvaro Alvarez-Farinetti MD	71 Hammock Beach Circle N., Palm Coast, FL 32137
Jeffrey G. Brabham MD	3432 Ashton Oaks Cove, Longwood, FL 32779
David A. Diamond MD	1603 Lookout Landing Circle, Winter Park, FL 32789
Kelly E. LaFave MD	3900 Lake Sarah Drive, Orlando, FL 32804
Michael D. Sombeck MD	3006 Lee Shore Loop, Orlando, FL 32820

ARTICLE VIII – SHAREHOLDERS

Shares of this corporation's capital stock shall be issued to individuals who are duly licensed to render services as a Doctor of Medicine under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE IX – BYLAWS

The power to adopt, amend or repeal Bylaws for the management of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE X – ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida, and pursuant to the purposes and objectives hereinabove stated, this corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.
- B. To purchase and acquire any or all of its shares owned and held by any shareholder who

should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies; provided, however, that the capital of the corporation shall not be impaired thereby.

To issue additional shares, should the corporation and its shareholders wish to add additional physician shareholder(s) in the future.

C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a corporate health plan, (5) a group term life insurance plan, or (6) any other retirement or incentive compensation plan.

ARTICLE XI – AMENDMENT

The corporation reserves the right to amend these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII – COUNTERPARTS

The Articles of Incorporation may be executed in one or more counterparts, each of which shall be deemed an original but all of which taken together shall constitute one and the same instrument. Signatures may be delivered electronically or by facsimile, and such copies shall be treated as originals for all purposes. The undersigned affirm under penalties of perjury that the foregoing facts set forth in these Articles are true.

ARTICLE XIII – INDEMNIFICATION

The corporation shall indemnify any officer or Director to the full extent permitted by law.

IN WITNESS WHEREOF, ONCOLOGY PHYSICIANS OF FLORIDA, P.A. by and through its Directors have executed this Articles of Incorporation on the date set forth opposite their signatures.

Counterpart Signature Page to Articles of Incorporation

The Counterpart Signature Page, when duly executed by the undersigned and attached to that certain Articles of Incorporation for Oncology Physicians of Florida, P.A., shall make the undersigned a party to said Articles or Incorporation and shall bind the undersigned to the terms and conditions of said Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the day and year first above written and executed this Counterpart Signature Page as of the date set forth opposite their signature.

DIRECTOR:



April 22, 2015

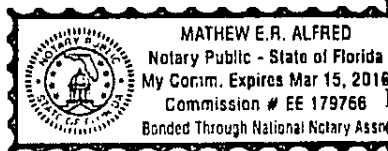
David A. Diamond

Date

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 22nd day of April, 2015, by David A. Diamond, who is personally known to me or who produced FLD license as personal identification and who did take an oath.



NOTARY PUBLIC STATE OF FLORIDA

Printed Name of Notary

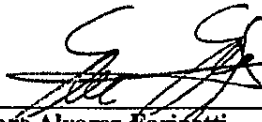
COMMISSION No.

MY COMMISSION EXPIRES:

Incorporation as of the day and year first above written and executed this Counterpart

Signature Page as of the date set forth opposite their signature.

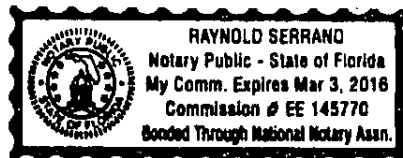
DIRECTOR:

 4-22-15
 Alvaro Alvarez-Farinetti Date
 (In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

STATE OF FLORIDA)
 COUNTY OF ORANGE)

Volusia County.

The foregoing instrument was acknowledged before me this 22nd day of April, 2015, by Alvaro Alvarez-Farinetti, who is personally known to me or who produced Driver License as personal identification and who did take an oath.



NOTARY PUBLIC STATE OF FLORIDA

Raynold Serrano

Printed Name of Notary
 COMMISSION No. EE 145770

MY COMMISSION EXPIRES:

Counterpart Signature Page to Articles of Incorporation

The Counterpart Signature Page, when duly executed by the undersigned and attached to that certain Articles of Incorporation for Oncology Physicians of Florida, P.A., shall make the undersigned a party to said Articles or Incorporation and shall bind the undersigned to the terms and conditions of said Articles of Incorporation.

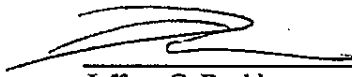
IN WITNESS WHEREOF, the undersigned has executed these Articles of

Counterpart Signature Page to Articles of Incorporation

The Counterpart Signature Page, when duly executed by the undersigned and attached to that certain Articles of Incorporation for Oncology Physicians of Florida, P.A., shall make the undersigned a party to said Articles of Incorporation and shall bind the undersigned to the terms and conditions of said Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the day and year first above written and executed this Counterpart Signature Page as of the date set forth opposite their signature.

DIRECTOR:

 04/23/2015
Jeffrey G. Brabham Date
(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 23 day of April, 2015, by Jeffrey G. Brabham, who is personally known to me or who produced _____ as personal identification and who did take an oath.




NOTARY PUBLIC STATE OF FLORIDA

Lenore L. Davis
Printed Name of Notary
COMMISSION No.
MY COMMISSION EXPIRES: 5-13-18

Counterpart Signature Page to Articles of Incorporation

The Counterpart Signature Page, when duly executed by the undersigned and attached to that certain Articles of Incorporation for Oncology Physicians of Florida, P.A., shall make the undersigned a party to said Articles or Incorporation and shall bind the undersigned to the terms and conditions of said Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the day and year first above written and executed this Counterpart Signature Page as of the date set forth opposite their signature.

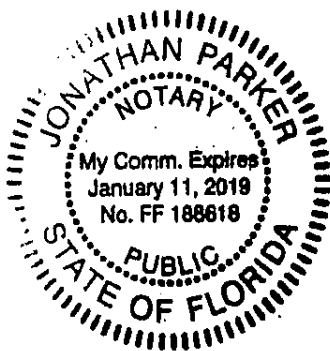
DIRECTOR:

Kelly E LaFave 4/21/2015
Kelly E LaFave Date

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 21st day of April, 2015, by Kelly E. LaFave, who is personally known to me or who produced JP as personal identification and who did take an oath.



Jonathan Parker
NOTARY PUBLIC STATE OF FLORIDA
Jonathan Parker

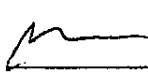
Printed Name of Notary
COMMISSION No. 188618
MY COMMISSION EXPIRES: January 11, 2019

Counterpart Signature Page to Articles of Incorporation

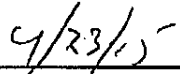
The Counterpart Signature Page, when duly executed by the undersigned and attached to that certain Articles of Incorporation for Oncology Physicians of Florida, P.A., shall make the undersigned a party to said Articles or Incorporation and shall bind the undersigned to the terms and conditions of said Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the day and year first above written and executed this Counterpart Signature Page as of the date set forth opposite their signature.

DIRECTOR:



Michael D. Sombeck

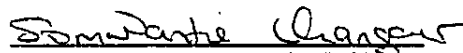


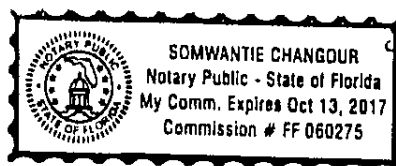
Date

(In accordance with section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 23 day of April, 2015, by Michael D. Sombeck, who is personally known to me or who produced FLD as personal identification and who did take an oath. 41268-0

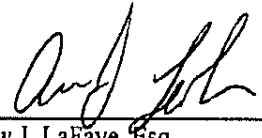

NOTARY PUBLIC STATE OF FLORIDA



SOMWANTIE CHANGOUR
Printed Name of Notary
COMMISSION No. FF 060275
MY COMMISSION EXPIRES: 10/13/17

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation at the place designated in this certificated, I hereby accept the appointment to act in this capacity, and agree to comply with the provisions of Sections 605.0113, *Florida Statutes*, relative to keeping open said office. I am familiar with and accept the obligations of registered agent for ONCOLOGY PHYSICIANS OF FLORIDA, P.A.. Dated this 16th day of May, 2015.

By: 
Andrew J. LaFave, Esq.
Law Offices of Andrew J. LaFave, P.A.
Registered Agent