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### ARTICLES OF INCORPORATION

**OF** 

### SURGICAL ASSOCIATES OF TALLAHASSEE, P.A.

The undersigned, acting as incorporator of a Corporation under the Florida "Professional Services Act, Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation of such Corporation.

## ARTICLE I.

The name of the Corporation shall be:

Surgical Associates of Tallahassee, P.A.

### ARTICLE II.

The address of the principal place of business of this corporation shall be 1405 Centerville Rd, Suite 4400, Tallahassee, Florida 32308 and the mailing address of the Corporation shall be the same.

### ARTICLE III.

The purpose for which the Corporation is organized is to engage in the practice of medicine and all other lawful business activity permitted under the laws of the United States of America and the State of Florida.

### <u>ARTICLE IV.</u>

The total authorized capital stock of this Corporation shall consist of 100 shares of common stock, all of one class, with a par value of \$1.00 per share. The holders of the common stock of this Corporation shall have preemptive rights to purchase their pro-rata share of such stock as may be issued from time to time by the Corporation. A stockholder's rights to purchase shares shall be measured by the proportion his or her shares bear to the total number of shares issued and outstanding.

### ARTICLE V.

The name and Florida street address of the registered agent is:

Jeannette Andrews 1558 Village Square Blvd, Suite 1 Tallahassee, FL 32309

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

9.16.15 Date

# ARTICLE VI.

The name and street address of the Incorporator is:

Jeannette Andrews 1558 Village Square Blvd, Suite 1 Tallahassee, FL 32309

## ARTICLE VII.

The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors shall consist of one (1) member. The initial Board of Directors shall serve until the first meeting of shareholders, or until their successors have been elected and qualified The names and addresses of the person who shall serve on the initial Board is:

Jeffrey W. Crooms, M.D. 1405 Centerville Rd, Suite 4400 Tallahassee, FL 32308

### ARTICLE VIII.

The Board of Directors shall have the authority to adopt and periodically amend the bylaws of the Corporation. The Board of Directors shall determine the consideration to be received from the sale of stock in the Corporation.

I submit this document and affirm that the facts stated herin 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 for in s.817.155, F.S.

9.16.1**5** Date