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FLORIDA PROFIT/NON PROFIT CORPORATION
TREASURE COAST PULMONARY MEDICINE, P.A.

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October 21, 2016

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Division of Corporations
The Capitol
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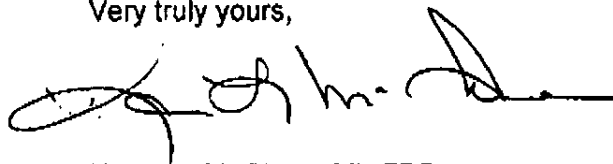
RE: Articles of Incorporation of Treasure Coast Pulmonary Medicine, P.A.

Ladies and Gentlemen:

With reference to the above company, enclosed please find the Articles of Incorporation for filing. Kindly fax to the undersigned proof of filing same.

Thank you.

Very truly yours,



Karen L. McGhee, CP, FRP
Certified Paralegal
Email: klm@McCarthySummers.com
/klm
Enclosure

Terence P. McCarthy *
Robert P. Summers *
Noel A. Bobko
Steven J. Wood **
Kenneth A. Norman
Kathryn C. Bass
Nicola J. Boone Melby ***
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**Board Certified Wills,
Trusts & Estates Lawyer

***Board Certified
Elder Law Lawyer

****Certified Circuit
Civil Mediator

††Retired

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**ARTICLES OF INCORPORATION
OF
TREASURE COAST PULMONARY MEDICINE, P.A.**

The undersigned does hereby certify his intention to form a professional service corporation under and by virtue of the laws of the State of Florida, and further certifies that:

**ARTICLE 1
NAME**

The name of this corporation shall be TREASURE COAST PULMONARY MEDICINE, P.A..

**ARTICLE 2
ADDRESS OF PRINCIPAL OFFICE**

The address of the corporation's principal office (or mailing address) is: 2400 SE Federal Highway, Fourth Floor, Stuart, FL 34994

**ARTICLE 3
DURATION AND EFFECTIVE DATE**

The duration of this corporation is perpetual, unless dissolved according to law. The effective date of this incorporation shall be October 21, 2016.

**ARTICLE 4
NATURE OF BUSINESS**

The general nature of the professional services to be rendered by the corporation shall be and is to engage in every aspect of the practice of medicine. The professional services involved in the corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice medicine in the State of Florida. This corporation shall not engage in any business other than the practice of medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

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**ARTICLE 5
CAPITAL STOCK**

5.1 **Number.** The aggregate number of shares that the corporation shall have the authority to issue is ten thousand (10,000) shares of Class A Common Stock with a par value of One Dollar (\$1.00) per share.

5.2 **Initial Issue.** 10,000 shares of the Capital Stock of the corporation shall be issued for cash at a par value of One Dollar (\$1.00) per share.

5.3 **Stated Capital.** The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

5.4 **Dividends.** The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.

5.5 **No classes of Stock.** The shares of the corporation are not to be divided into classes.

5.6 **No Share in Series.** The corporation is not authorized to issue shares in series.

5.7 **Limitation in Issuance, Alienation and Transfer of Stock.** The corporation shall not issue any capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to practice medicine the State of Florida. No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock. No shareholder of the corporation may sell or transfer his shares of capital stock except to another individual who is eligible to be a shareholder of the corporation. The corporation's directors are specifically authorized from time to time to adopt by-laws not inconsistent herewith restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

5.8 **Death of a Shareholder.** Upon the death of a stockholder, his stock shall be subject to purchase by the corporation or by the other stockholders at such price and upon such terms and conditions and in such manner as may be provided for in the by-laws of this corporation, or by written agreement between the corporation and its stockholders or by written agreement among the stockholders, in a manner consistent with law and these Articles.

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**ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT**

The corporation's initial registered office shall be located at 2400 South Federal Highway, Suite 320, Stuart, Florida 34994 and initial registered agent at that address shall be Kenneth A. Norman.

**ARTICLE 7
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) members, who need not be residents of the State of Florida.

**ARTICLE 8
INCORPORATOR**

The name of the incorporator is Kenneth A. Norman whose address is 2400 South Federal Highway, Suite 320, Stuart, Florida 34994.

**ARTICLE 9
AMENDMENT OF ARTICLES OF INCORPORATION**

The Board of Directors of the corporation shall have the power to amend, alter, change or repeal the articles of incorporation by not less than a two-thirds (2/3rds) vote of all of the members of the Board of Directors to the extent permitted by the Florida Business Corporation Act.

**ARTICLE 10
BY-LAWS**

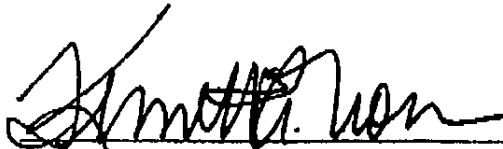
The By-Laws of the corporation shall be made, altered or rescinded by a two-thirds (2/3rds) majority vote of the Directors of the corporation.

**ARTICLE 11
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation this 21st day of October, 2016.



Kenneth A. Norman, Incorporator

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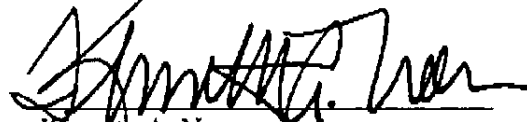
**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OF DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of §§48.091(1) and 607.0501, Florida Statutes, the following is submitted in compliance thereof:

That TREASURE COAST PULMONARY MEDICINE, P.A., desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida being in the County of Martin, at 2400 South Federal Highway, Suite 320, Stuart, Florida 34994 has named Kenneth A. Norman, located at that same address as its initial registered agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.


Kenneth A. Norman