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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Charlotte Cardiovascular Institute P.A.**

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**ARTICLES OF INCORPORATION OF  
CHARLOTTE CARDIOVASCULAR INSTITUTE P.A.**

The undersigned, acting as incorporator of a Florida professional association under the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such professional association ("Corporation"):

**ARTICLE I  
NAME**

The name of the Corporation is **CHARLOTTE CARDIOVASCULAR INSTITUTE P.A.**

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The Corporation's principal office and the mailing address of the Corporation is:

4161 Tamiami Trail  
Port Charlotte, Florida 33952

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of providing medical services.

**ARTICLE IV  
CAPITAL STOCK**

The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is Ten Thousand (10,000) shares of common stock, \$0.01 par value per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V  
RESTRICTIONS ON OWNERSHIP OF SHARES**

(a) No person may own shares of the capital stock of the Corporation unless such person is a medical doctor licensed to practice medicine in Florida under Chapter 458 of the Florida Statutes or any successor thereto.

(b) No person may own shares of the capital stock of the Corporation, even if such person satisfied the requirement of section (a) of Article V hereof, except upon the approval of all of the then existing shareholders of the Corporation or upon satisfying alternative restrictions contained

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in the Bylaws of the Corporation or in any separate agreement among the shareholders and the Corporation.

**ARTICLE VI**  
**PHYSICIAN LICENSE SUSPENSION, RESTRICTION OR TERMINATION**

If a physician shareholder or physician employee becomes legally disqualified from rendering medical services within the State of Florida or whose medical services become subject to restrictions or limitations as provided in F.S. § 621.10, as it may be amended from time to time or as provided in any successor statute, such physician's employment and shares of the capital stock of the Corporation will be immediately terminated, and such physician will cease to be a shareholder of the Corporation and instead will become a creditor only of the Corporation until the Corporation's liability for the redemption price of such physician's shares of capital stock of the Corporation as determined in accordance with the Bylaws of the Corporation or any separate agreement among the shareholders and the Corporation, as amended at the effective time, is satisfied.

**ARTICLE VII**  
**TRANSFER OF SHARES OF CAPITAL STOCK OF CORPORATION**

No transfer of any share of the capital stock of the Corporation or any interest in any share of the capital stock of the Corporation is permitted or valid except in accordance with the restrictions on transfer contained in the Bylaws of the Corporation or any separate agreement among the shareholders and the Corporation, as amended as of the effective time of any such transfer.

**ARTICLE VIII**  
**INITIAL OFFICER AND/OR DIRECTOR**

The name and address of the initial Officer and/or Director of the Corporation is:

Terence P. Connelly, M.D.  
3340 Tamiami Trail,  
Port Charlotte, Florida 33952

**ARTICLE IX**  
**REGISTERED AGENT AND OFFICE**

The name of the registered agent of the Corporation and the street address of the registered office of the Corporation are as follows:

A. Edward McGinty  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

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**ARTICLE X  
INCORPORATOR**

The name and address of the person signing these Articles as Incorporator are as follows:

A. Edward McGinty  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

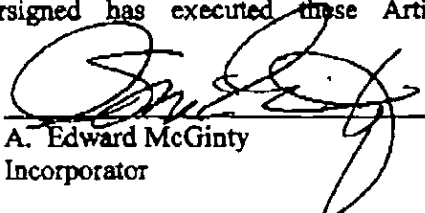
**ARTICLE XI  
INDEMNIFICATION**

The Corporation shall, to the full extent permitted by Florida law, indemnify any person who is or was a director or officer of the Corporation or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The Corporation may, to the full extent permitted by Florida Law, indemnify any person who is or was an employee or agent of the Corporation or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

**ARTICLE XII  
LIABILITY FOR MONETARY DAMAGES**

No director of the Corporation shall be personally liable to the Corporation or any other person for monetary damages for any statement, vote, decision or failure to act regarding corporate management or policy by such director as a director, except for liability under the Act and other applicable law. If the Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Act as so amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19<sup>th</sup> day of December, 2017.

  
A. Edward McGinty  
Incorporator

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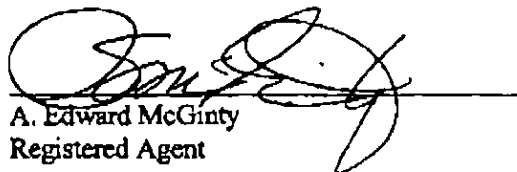
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the relevant provisions of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Charlotte Cardiovascular Institute P.A.
2. The name and street address of the registered agent and office in the State of Florida are:

A. Edward McGinty  
Shumaker, Loop & Kendrick, LLP  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

  
A. Edward McGinty  
Registered Agent

Dated: December 19, 2017