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2018 OCT 16 AM 9:05  
SECRETARY OF STATE  
TALLAHASSEE, FL

*Amend & Re-state*

OCT 24 2018

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**ATTORNEY KEVIN DOWNEY, P.A.**

2631 N.W. 41st STREET, SUITE B-2  
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October 10, 2018

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

RE: Filing Restated and Amended Articles of Incorporation for  
Efrain Irizarry, M.D., P.A.  
Document Number: P18000080546

Gentlemen:

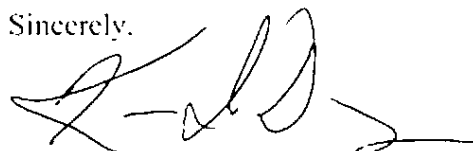
Enclosed are original Restated and Amended Articles of Incorporation for Efrain Irizarry, M.D., P.A., together with one copy of the Restated Articles, a copy of the Corporation's resolutions adopting theses Restated Articles, and a check in the sum of \$35.00 which represents the appropriate filing fee.

Pursuant to the provisions of Section 617.1007 of the Florida Statutes, these Restated Articles were adopted by the unanimous vote of the shareholders and Board of Directors of the corporation.

Please file the enclosed Restated and Amended Articles of Incorporation as soon as possible and return a certified copy to the undersigned at the above address.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kevin I. Downey', with a stylized flourish at the end.

Kevin I. Downey

Enclosures:

Restated And Amended  
Articles Of Incorporation  
Of  
**Efrain Irizarry, M.D., P.A.**

**FILED**  
2018 OCT 16 AM 9:05  
SECTION 607, FLORIDA BUSINESS CORPORATION ACT, and Chapter 621, Florida Professional Service Corporation Act of the Florida Statutes. The above signed and attested in the County of Alachua, State of Florida, on the 14th day of September, 2018.

Pursuant to the provisions of Chapter 607, Florida Business Corporation Act, and Chapter 621, Florida Professional Service Corporation Act of the Florida Statutes, the above signed and attested in the County of Alachua, State of Florida, on the 14th day of September, 2018 (Document Number: P18000080546).

**ARTICLE I**

Name of Corporation, Principal Office, and Mailing Address

The name of the corporation is: **Efrain Irizarry, M.D., P.A.**

The principal office and mailing address of the corporation will be 9726 SW 34th Lane, Gainesville, FL 32608.

**ARTICLE II**

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a) To engage in every aspect of the practice of medicine.
- b) To engage and render the professional services involved only through its officers, agents, and employees who shall be doctors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c) To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d) To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE III**

Capital Stock

- a) The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock with a par value of One Dollar (\$1.00) per share.
- b) The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c) Shares in the corporation's stock shall be issued only to doctors of dermatology in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the corporation.

d) All Shareholders shall have preemptive rights in future stock sales by the corporation.

#### **ARTICLE IV**

##### **Duration**

The corporation shall have perpetual existence, commencing September 24, 2018.

#### **ARTICLE V**

##### **Initial Registered Agent**

The name and address of the corporation's initial Registered Agent are:

Efrain Irizarry, M.D.  
9726 SW 34th Lane  
Gainesville, Florida 32608

#### **ARTICLE VI**

##### **Incorporator**

The name and address of the Incorporator are:

Efrain Irizarry, M.D.  
9726 SW 34th Lane  
Gainesville, Florida 32608

#### **ARTICLE VII**

##### **Severance and Termination of Employment**

If any officer, Shareholder, agent or employee of the corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, then he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation or other Shareholders shall forthwith, upon such disqualification of any Shareholder, purchase such Shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

#### **AMENDED ARTICLE VIII - Directors**

The initial Board of Directors of this Corporation is comprised of the following director:  
**Efrain Irizarry, M.D.**

### AMENDED ARTICLE VIII - Officers

The Officers of this Corporation are:

**President:**

Efrain Irizarry, M.D.  
9726 SW 34<sup>th</sup> Lane  
Gainesville, FL 32608

**Secretary/Treasurer:**

Efrain Irizarry, M.D.  
9726 SW 34<sup>th</sup> Lane  
Gainesville, FL 32608

These Restated and Amended Articles of Incorporation primarily restate the provisions of the Corporation's Articles of Incorporation as previously adopted and filed, and also integrate certain amendments, specifically designated as "Amended," which were adopted pursuant to the Florida Statutes. There is no discrepancy between the Corporation's Articles of Incorporation as previously adopted and restated, and the provisions of these Restated and Amended Articles of Incorporation other than the inclusion of amendments adopted pursuant to the Florida Statutes.

These Restated and Amended Articles of Incorporation were adopted by unanimous vote of all Shareholders, which vote was sufficient for approval, effective October 10, 2018.

**In Witness Whereof**, the undersigned has executed these Restated and Amended Articles of Incorporation on October 10, 2018.

**Efrain Irizarry, M.D., P.A.**

By:

Efrain Irizarry, M.D., President

Attest:

Efrain Irizarry, M.D., Secretary/Treasurer

Having been named as registered agent for the above-styled corporation, I hereby agree to act in this capacity. I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Efrain Irizarry, M.D.  
Registered Agent