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# FLORIDA PROFIT/NON PROFIT CORPORATION Mark Minor, M.D., P.A.

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#### ARTICLES OF INCORPORATION

OF

#### MARK MINOR, M.D., P.A.

The undersigned incorporator, a natural person competent to contract and a Doctor 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 I - NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this corporation is Mark Minor, M.D., P.A. The principal office and mailing address for this corporation is 2290 W. Eau Gallie Blvd., Suite 205, Melbourne, Florida 32935.

#### ARTICLE II - REGISTERED AGENT AND REGISTERED OFFICE

The initial street address of the registered office of this corporation in the State of Florida is 2290 W. Eau Gallie Blvd., Suite 205, Melbourne, Florida 32935. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is Mark Minor, M.D. The Board of Directors may from time to time designate a new registered agent.

### ARTICLE III - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A. To engage in every phase and aspect of the business of providing the same professional services to the public that a Doctor of Medicine duly licensed under the laws of the State of Florida is authorized to render, which services will be rendered only through officers,

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employees and agents of the corporation who are duly licensed under the laws of the State of Florida to practice medicine.

B. It is intended that this corporation have the power to conduct and transact any business lawfully authorized and not prohibited by Chapter 607 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

## **ARTICLE IV - TERM OF EXISTENCE**

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

## **ARTICLE V - INCORPORATOR**

The following is the name and street address of the person signing these Articles of Incorporation, who is a Doctor of Medicine duly licensed to render services as such under the laws of the State of Florida:

Name

Street Address

Mark Minor, M.D.

2290 W. Eau Gallie Blvd., Suite 205 Melbourne, Florida 32935

#### **ARTICLE VI - 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 (1,000) shares of common stock with no (-0-) par value per share.

## ARTICLE VII - SHAREHOLDERS

Shares of this corporation's capital stock will be issued only 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 her shares of stock therein except to another

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 her shares.

## **ARTICLE VIII - BOARD OF DIRECTORS**

- A. The initial number of Directors of this corporation is one (1).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The following is the name and street address of the initial member of the Board of Directors, to hold office for the first year of existence of this corporation or until his successor is elected or appointed and has qualified:

Name Street Address

Mark Minor, M.D. 2290 W. Eau Gallie Blvd., Suite 205
Melbourne, Florida 32935

- D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal will be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.
- E. Each Director will be a Doctor of Medicine duly licensed to render services as such under the laws of the State of Florida.

### **ARTICLE IX - INITIAL OFFICERS**

The following are the names and street addresses of the initial officers of this corporation, to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified:

Title

Namo

Street Address

President/

Mark Minor, M.D.

2290 W. Eau Gallie Blvd., Suite 205

Secretary

Melbourne, Florida 32935

### ARTICLE X - BYLAWS

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

#### ARTICLE XI - ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_\_\_\_\_ day of November, 2019.

Mark Minor, M.D.

## STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the abovestated corporation at the place designated in the foregoing Articles of Incorporation, 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 obligations of my position as registered agent as provided for in Section 607.0505, Fla. Stat.

Mark Minor, M.D.

Date: November \_\_\_\_\_\_\_, 2019