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(Requestor's Name)

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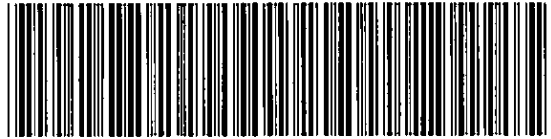
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL

2019 DEC 20 PM 2:29
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N CULLIGAN
DEC 23 2019

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

URGENT CARE SOUTH-WALTON, INC.

Signature _____

Requested by: BA

12/20/19

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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ARTICLES OF INCORPORATION
OF
URGENT CARE SOUTH-WALTON, INC.

SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida and under the following Articles:

ARTICLE I
NAME AND DURATION

The name of the Corporation shall be URGENT CARE SOUTH-WALTON, INC. The duration of the Corporation shall be perpetual.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The Corporation's principal place of business is 5551 Highway 98, Suite 2, Santa Rosa Beach, Florida 32459, and the mailing address for the Corporation is 5551 Highway 98, Suite 2, Santa Rosa Beach, Florida 32459. The email address for the Corporation is: mtpatt@hotmail.com.

ARTICLE III
REGISTERED OFFICE AND PRINCIPAL OFFICE AND AGENT

The address of the registered office and principal office in the State of Florida is 17 West Cedar Street, Suite 3, Pensacola Florida 32502. The name of the registered agent at such address is William V. Linne.

ARTICLE IV
NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and/or the State of Florida, and shall have all of the general and specific powers and rights granted to and conferred upon corporations by the General Corporation Act of Florida, including, but not limited to the following:

(a) To provide professional medical services by and through its officers, employees and agents who are duly licensed and otherwise legally authorized to render such professional services within the State of Florida.

(b) To engage in every aspect and phase of the practice of medicine and the performance of services ancillary thereto that are customarily done by licensed physicians under the laws of the State of Florida.

(c) To own real and personal property, and to use, operate, maintain, remodel, improve and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Corporation.

(d) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Corporation consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Corporation, and in general to carry out any lawful business, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar acts may be permitted to be done by a Corporation organized under the laws of the State of Florida.

ARTICLE V 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 1,000 shares of common stock having a nominal par value of \$1.00 per share.

All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

Except as required by law, each holder of common stock shall have one vote for each share of stock held by him of record on the books of the Corporation on all matters to be voted upon by the Stockholders. Notwithstanding the foregoing, this Corporation shall have the right to increase its capital stock, either with or without nominal or par value, and to provide the designations, preferences, voting powers, restrictions or qualifications of voting powers of such additional stock in an amendment to these Articles of Incorporation.

Shares held by Stockholders of this Corporation may not be resold or otherwise transferred to other persons unless shares are first offered to the remaining Stockholders or to the Corporation. The price and terms at which and the time within which such shares may be offered and sold shall be further specified by written agreement among all the Stockholders and this Corporation.

ARTICLE VI
INCORPORATORS

The name and mailing address of the incorporator of this Corporation is as follows:

Michael Patton, M.D.
328 Highland View Drive
Birmingham, Alabama 35242

The powers of the incorporator shall terminate upon the filing of these Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

ARTICLE VI
BOARD OF DIRECTORS

This Corporation shall have two (2) initial Directors. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders, but shall never be less than one (1), as required by the laws of the State of Florida.

The name and mailing address of the initial members of the Board of Directors of this Corporation, to hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael T. Patton	328 Highland View Drive Birmingham, Alabama 35242
Amanda T. Patton	328 Highland View Drive Birmingham, Alabama 35242

Any Director may be removed from office by a majority of the stock entitled to vote thereon at any annual or special meeting of the Stockholders.

In the event that one or more vacancies should occur on the Board of Directors by reason of death, resignation or otherwise, such vacancies shall be filled by the Stockholders at their next annual meeting or at a special meeting called for that specific purpose. The remaining Directors, by affirmative vote of a majority thereof, may elect a Director to fill any such vacancy until a special meeting can be called or until the next annual meeting of the Stockholders.

The initial members of the Board of Directors of this Corporation hereinabove named shall hold the Organizational Meeting of this Corporation, and are hereby authorized to do and perform all acts and things necessary for and incident to the organization of this Corporation.

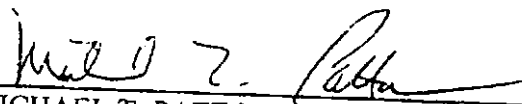
ARTICLE VIII
CORPORATE ACTION BY CONSENT

Any corporate action required or permitted to be taken by a vote of the Board of Directors or a committee thereof or by a vote of the Stockholders may be taken without a meeting or vote of the Directors or Stockholders upon the written consent of all Directors or Stockholders having a majority of all stock entitled to vote upon such action as if a meeting were held; provided, however, that in no case shall any such corporate action be taken by written consent of less than the minimum percent of the vote required by statute for the proposed action, and provided that prompt notice is given to all Directors and Stockholders of the taking of such corporate action without a meeting and by less than unanimous written consent.

ARTICLE IX
AMENDMENT

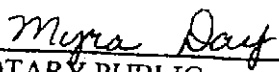
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

DATED at Pensacola, Escambia County, Florida, on this 19 day of December, 2019.


MICHAEL T. PATTON, Incorporator

STATE OF ALABAMA
COUNTY OF Cullman

The foregoing instrument was acknowledged before me this 19th day of December, 2019, by MICHAEL T. PATTON, who is personally known to me.


NOTARY PUBLIC
Typed Name: Myra Day
Commission Expires: 6/14/23
Commission No: _____

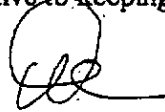
**CERTIFICATE DESIGNATING ADDRESS FOR
SERVICE OF PROCESS WITHIN FLORIDA
AND DESIGNATING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Chapter 607.0501, Florida Statutes, the General Corporation Act of Florida, the following is submitted:

FIRST: URGENT CARE SOUTH-WALTON, INC., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Walton County,, State of Florida, has named William V. Linne, located at 17 West Cedar Street, Suite 3, Pensacola Florida 32502, as its agent to accept service of process within this State.

ACCEPTANCE OF AGENT

Having been named to accept service of process and serve as Registered Agent for the above-named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said statute ~~relative to keeping~~ said office open.



WILLIAM V. LINNE

Z:\CLIENTS\Patton, Dr. Michael\Urgent Care South-Walton, Inc\Articles of Incorporation - pd

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SECRETARY OF STATE
TALLAHASSEE, FL