

2/2/23, 5:22 PM

Division of Corporations

P23000011144

Florida Department of State Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((F123000044500 3)))



H230000445003ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : MILAM HOWARD, ET.AL.
Account Number : I20000000206
Phone : (904)357-3660
Fax Number : (904)357-3661

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Bshaffer@milamhoward.com

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION JONATHAN BADILLA, M.D., P.A.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$70.00 |

2/2/23 5:22:43 PM

[Electronic Filing Menu](#)[Corporate Filing Menu](#)[Help](#)



February 6, 2023

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MILAM HOWARD, ET. AL.

SUBJECT: JONATHAN BADILLA, M.D., P.A.
REF: W23000016028

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Dil Sultana
Regulatory Specialist II

FAX Aud. #: H23000044500
Letter Number: 123A00002831

(((H230000-44500 3)))

**ARTICLES OF INCORPORATION
OF
JONATHAN BADILLA, M.D., P.A.**

The undersigned, for the purpose of forming a professional association under the Professional Services Corporation and Limited Liability Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
Name and Duration

The name of this professional association is Jonathan Badilla, M.D., P.A. The duration of the professional association is perpetual. The effective date upon which this professional association shall begin its corporate existence shall be the date that these Articles are filed by the Secretary of State.

ARTICLE II
Principal Office

The address of the principal office and mailing address of the professional association in the State of Florida is 532 Abbots Fort Court, St. Johns, Florida 32259.

ARTICLE III
Registered Office and Agent

The street address of the registered office in the State of Florida is 14 East Bay Street, Jacksonville, Florida 32202, in the County of Duval. The name of the registered agent at such address is Milam Howard Nicandri & Gillam, P.A.

ARTICLE IV
Corporate Purposes, Powers and Rights

The general purpose for which this professional association is organized shall be:

1. To render professional medical services to the general public, and to do all things in connection therewith that are customarily done by physicians under the laws of the State of Florida.

2. In furtherance of its corporate purposes, the professional association shall have all the general and specific powers and rights granted to and conferred on a corporation by the Florida Professional Services Corporation and Limited Liability Act.

ARTICLE V
Capital Stock

The total number of shares of capital stock which the professional association has the authority to issue is one thousand (1,000) shares of Common Stock ("Common Stock") \$.01 par value per share.

(((H230000-4-4500.3)))

ARTICLE VIIncorporator

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

Name

Jonathan Badilla, M.D.

Address

532 Abbots Fort Court, St. Johns, FL 32259

ARTICLE VIIShareholder Restrictions

No one other than an individual who is duly licensed or legally authorized to render medical services in the State of Florida may own shares of stock of this professional association. No shareholder of this professional association 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 or her stock. Any shareholder who becomes legally disqualified to render medical services shall sever all employment with and financial interest in the professional association. No shareholder shall transfer any shares of stock of the professional association, except to another individual who is eligible to be a shareholder of the professional association.

ARTICLE VIIIBoard of Directors

The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders. The name and mailing address of the person who shall serve as the sole director of the professional association until the first annual meeting of the shareholders is as follows:

Name

Jonathan Badilla, M.D.

Address

532 Abbots Fort Court, St. Johns, FL 32259

ARTICLE IXAmendment

This professional association reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

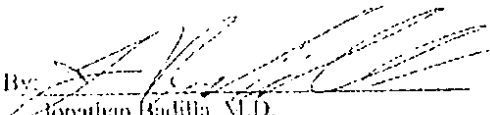
ARTICLE XBylaws

The power to adopt, amend or repeal bylaws for the management of this professional association shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

((H23000044500 3)))

The undersigned, for the purpose of forming a professional association under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at City of Jacksonville, Duval County, Florida, this 24 day of January, 2023.

By 
Jonathan Badilla, M.D.
Incorporator

(((H230000-14500 3)))

REGISTERED AGENT CERTIFICATE

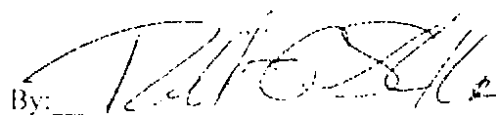
In pursuance of the Florida Professional Services Corporation and Limited Liability Act, the following is submitted, in compliance with said statute:

That Jonathan Badilla, M.D., P.A., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named Milam Howard Nicandri & Gillam, P.A., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated professional association, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I am familiar with § 607.0501, Florida Statutes.

Milam Howard Nicandri & Gillam, P.A.,
a Florida professional association

By: 
Robert G. Shaffer, II, Secretary

DATED: Feb 7 2, 2023.