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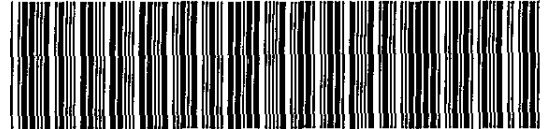
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend @
8/19/03



GREGORY T. FLYNN, MD

July 21, 2003

*Dedicated to the
diagnosis and
treatment of pain*

Division of Corporations
Amended Section
Post Office Box 1500
Tallahassee, FL 32302-1500

Board Certified in
Anesthesiology and
Emergency Medicine

Re: Florida Pain Institute
Document# P93000005603

To Whom It May Concern:

Attached please find Article of Amendment to Articles of Incorporation of Florida Pain Institute, Inc. as well as the Minutes of Organization Meeting of Board of Directors of Florida Pain Institute dated January 19, 2001.

It has recently been brought to my attention that this Amendment was not filed with the Amended Section of the Division of Corporations through an accounting oversight.

Enclosed you will find our check in the amount of \$35.00 for filing of the amended Articles.

If you have any questions, please feel free to contact me at (813) 872-9200 or in my absence, Mary E. Dykema, Administrator.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Gregory T. Flynn".

Gregory T. Flynn, M. D.
Medical Director

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TALLAHASSEE, FLORIDA

SARASOTA
3400 Bee Ridge Road, Suite 120
Sarasota, FL 34239
(911) 926-2977 ■ Fax 926-1577

TAMPA
2808 W. Martin Luther King Blvd.
Tampa, FL 33607
(813) 872-9200 ■ Fax 875-5101

ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FLORIDA PAIN INSTITUTE, INC.
DOCUMENT # P93000005603

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

Amendment(s) adopted:

ARTICLE V – PRINCIPAL OFFICE

The principal place of business of this Corporation shall be 2808 W. Dr. Martin Luther King Jr. Blvd., Tampa, FL 33607. The mailing address shall be the same.

ARTICLE VII – DIRECTORS

This Corporation shall have two (2) Directors. The name and address of each member of the Board of Directors is:

Myrna DeJesus Flynn 2808 W. Dr. M. L. K. Jr. Blvd.
Tampa, FL 33607

Gregory T. Flynn, M. D. 2808 W. Dr. M. L. K. Jr. Blvd.
Tampa, FL 33607

The date of each amendment's adoption shall be January 19, 2001

The amendments were approved by the shareholder(s). The number of votes cast for the amendment(s) were sufficient for approval.

Dated: Jan 19 2001


MYRNA D. FLYNN
Shareholder/Vice Pres./Secretary/Treasurer


GREGORY T. FLYNN, M. D.
Shareholder/President/Medical Director

Florida Pain Institute

MINUTES OF ORGANIZATION MEETING

OF

BOARD OF DIRECTORS

OF

FLORIDA PAIN INSTITUTE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The organization meeting of the Board of Directors of Florida Pain Institute, Inc. was held on January 19, 2001.

There was present the following

Myrna DeJesus Flynn
Gregory T. Flynn, M. D.

The meeting was called to order by Myrna DeJesus Flynn.

The meeting then proceeded to the election of officers. Upon nominations duly made and seconded, the following were elected and qualified:

President	Gregory T. Flynn, M. D.
Vice President	Myrna DeJesus Flynn
Secretary	Myrna DeJesus Flynn
Treasurer	Myrna DeJesus Flynn
Medical Director	Gregory T. Flynn, M. D.

The President of the Corporation thereupon assumed the Chair, and the Secretary of the Corporation assumed her duties as Secretary of the meeting.

The Secretary presented to the meeting the Article of Amendment of Articles of Incorporation of Florida Pain Institute, Inc.

Upon motion duly made, seconded and unanimously carriers, it was:

RESOLVED, that a copy of the Article of Amendment of Articles of Incorporation of Florida Pain Institute, Inc. be inserted in the Minute Book of the Corporation.

There was presented to the meeting a certain written offer addressed to the Corporation by Gregory T. Flynn, M. D. dated January 18, 2001, pertaining to the issuance of the shares of the common stock of the Corporation. A discussion followed. Upon motion duly made, seconded and unanimously carried, it was:

Florida Pain Institute

RESOLVED, that the written offer dated January 18, 2001, pertaining to the issuance of shares to Gregory T. Flynn, M. D. be, and the same hereby is in all respects, approved for and on behalf of the Corporation; and it was further

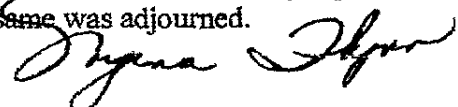
RESOLVED, that a copy of such written offer be annexed to the Minutes of this meeting; and it was further

RESOLVED, that the Corporation issue and deliver to Gregory T. Flynn, M. D. upon receipt of the consideration thereof pursuant to the terms of the aforesaid proposal, a certificate representing 100 shares of common stock of the Corporation at \$1.00 par value per share; and it was further

RESOLVED, that the shares so issued shall be fully paid and non-assessable, and that the value of the aforesaid consideration and the stated capital with respect to such shares shall be \$100.00; and it was further

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized, empowered and directed to take any and all steps, and to execute and deliver any and all instruments in connection with consummating the transaction contemplated by the aforesaid proposal and in connection with carrying the foregoing resolutions into effect.

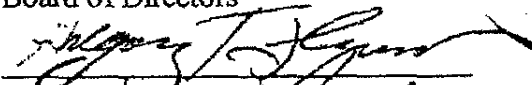
There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.



Myrna DeJesus Flynn, Secretary

Attest:

Board of Directors



Gregory T. Flynn, M. D.



Myrna DeJesus Flynn

Florida Pain Institute

OFFER TO PURCHASE STOCK

January 18, 2001

TO THE BOARD OF DIRECTORS OF
FLORIDA PAIN INSTITUTE, INC.

Dear Board of Directors:

I, the undersigned, hereby offer to purchase 100 shares of the common stock of your Corporation at a total purchase price of \$100.00.

Respectfully submitted,



Gregory T. Flynn, M. D.