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MIRIAM CRUZ-BUSTILLO

DAVID A. CORNELL
DAVID M. DELANEY

* BOARD CERTIFIED CIVIL TRIAL LAWYER
** ALSO MEMBER OF NEW YORK BAR
† BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES

August 24, 1998

By Federal Express

Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, FL 32399

300002624533--9
-08/25/98--01050--002
*****70.00 *****70.00

Re: FLORIDA MEDICAL AND RESEARCH INSTITUTE, P.A.

Dear Sir or Madam:

Enclosed herewith are the original Articles of Merger for the captioned corporation, and a check in the amount of \$70.00 made to the order of the Secretary of State. I have also enclosed a copy of the Articles to be stamped and returned to us showing the filing date.

Sincerely,



Denise Block, Secretary to
Ellen R. Gershow

ERG/dcb
Enclosure

EFFECTIVE DATE
9-1-98

FILED
98 AUG 25 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger ~~NE~~
8-31-98
CC

ARTICLES OF MERGER
Merger Sheet

MERGING:

LINDA J. GROVER, M.D., P.A., a Florida corporation, F81267

INTO

C. RICHARD KING, M.D., P.A. which changed its name to
FLORIDA MEDICAL AND RESEARCH INSTITUTE, P.A., a Florida corporation,
P94000009978.

File date: August 25, 1998 , effective September 1, 1998

Corporate Specialist: Cheryl Coulliette

FILED
98 AUG 25 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Merger

I. The names of the corporations which are party to the merger are as follows:

LINDA J. GROVER, M.D., P.A.

C. RICHARD KING, M.D., P.A.

The Surviving Corporation is C. RICHARD KING, M.D., P.A. The name of the Surviving Corporation shall be FLORIDA MEDICAL AND RESEARCH INSTITUTE, P.A.

II. The following is the Plan of Merger as adopted by the Board of Directors and approved by the Shareholders of each of the Corporations set out above:

PLAN OF MERGER

THIS PLAN OF MERGER, effective at the start of business on September 1, 1998, by and between LINDA J. GROVER, M.D., P.A., a Florida corporation, and C. RICHARD KING, M.D., P.A., a Florida corporation, such corporations being hereinafter sometimes referred to together as "the Constituent Corporations,"

W I T N E S S E T H:

WHEREAS, LINDA J. GROVER, M.D., P.A. is a corporation duly organized and existing under the laws of the State of Florida, and having an authorized capital stock consisting of five hundred (500) shares all of which are common voting shares with a par value of \$1.00 a share, of which one hundred (100) shares are issued and outstanding; and

WHEREAS, C. RICHARD KING, M.D., P.A. is a corporation duly organized and existing under the laws of the State of Florida, and having an authorized capital stock consisting of five hundred (500) shares all of which are common voting shares with a par value of \$1.00 a share, of which one hundred (100) shares are issued and outstanding; and

EFFECTIVE DATE
9-1-98

WHEREAS, the Boards of Directors of the Constituent Corporations deem it advisable that these corporations merge; and

WHEREAS, the laws of the State of Florida permit such a merger and the Constituent Corporations desire to merge under and pursuant to the provisions of the laws of the State of Florida.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements and covenants herein contained, it is agreed that LINDA J. GROVER, M.D., P.A. and C. RICHARD KING, M.D., P.A. shall be and hereby are merged into C. RICHARD KING, M.D., P.A., which shall be the Surviving Corporation and the terms and conditions of such merger and the mode of carrying it into effect are and shall be as follows:

A. Name of Surviving Corporation: The name of the corporation which is sometimes hereafter referred to as "the Surviving Corporation" shall from and after the effective date of the merger be FLORIDA MEDICAL AND RESEARCH INSTITUTE, P.A.

B. Articles of Incorporation of the Surviving Corporation: The Articles of Incorporation of the Surviving Corporation shall be unaffected by this merger and shall continue in existence in their current form.

C. Effective Date of Merger: The effective date of the merger shall be at the start of business on September 1, 1998.

D. Conversion of Shares: The manner of converting the shares of the Constituent Corporations into shares of the Surviving Corporation shall be as follows:

1. Each outstanding share of LINDA J. GROVER, M.D., P.A. shall be exchanged for one (1) share of the Surviving Corporation.

2. Each outstanding share of the Surviving Corporation shall continue as an outstanding share of the Surviving Corporation.

E. Directors: The initial Directors of the Surviving Corporation shall be LINDA J. GROVER, M.D., C. RICHARD KING, M.D., and MARVIN A. HEUER, M.D.

III. The Plan of Merger was adopted in a joint meeting of the Board of Directors and Shareholders of each of the Corporations which are parties to the merger on August 21, 1998.

Dated this 21 day of August, 1998.

LINDA J. GROVER, M.D., P.A.

By: [Signature]
LINDA J. GROVER, M.D., President

C. RICHARD KING, M.D., P.A.

By: [Signature]
C. RICHARD KING, M.D., President

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 21st day of August, 1998, by LINDA J. GROVER, M.D. as President of LINDA J. GROVER, M.D., P.A.

[Signature]
Notary Public, State of Florida at Large

 Mary Katherine Darus
MY COMMISSION # CC719526 EXPIRES
Print, Type or Stamp Commissioned Name
of Notary Public BONDED THRU TROY FAIN INSURANCE, INC.

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced:

() Current Florida Driver's License
() Other _____

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 21st
day of August, 1998, by C. RICHARD KING, M.D. as President
of C. RICHARD KING, M.D., P.A.

Mary Katherine Darus
Notary Public, State of Florida at Large



Mary Katherine Darus
MY COMMISSION # CC719526 EXPIRES

April 3, 2002

Print, Type or Stamp Commissioned Name
of Notary Public

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced:

- ☐ Current Florida Driver's License
☐ Other _____