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JOHNSON, P.A.

ATTORNEYS & COUNSELORS AT LAW

129 S. COMMERCE AVENUE, SEBRING, FLORIDA 33870-3698
(813) 383-5188 FAX# (813) 471-1111

December 27, 1994

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000001366770
-01/03/95--01016--002
***122.50 ***122.50

RE: Tri-County Pediatrics, P.A.

Gentlemen:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above corporation. Both have been subscribed and acknowledged before a notary public.

I am enclosing my check in the amount of \$122.50 to cover the filing fee (\$35.00), certified copy fee (\$52.50) and registered agent designation fee (\$35.00).

If you find these papers to be in order, I would appreciate your placing your certificate and endorsing your approval on the photocopy and returning same to me.

Thank you for your assistance. If you have any questions, please do not hesitate to contact this office.

Very truly yours,


James F. McCollum

JFM/kjp
Enclosures

cc: Client



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 3, 1995

JAMES F. MCCOLLUM
129 S. COMMERCE AVE.
SEBRING, FL. 33870-3698

SUBJECT: TRI-COUNTY PEDIATRICS, P.A.
Ref. Number: W95000000050

We have received your document for TRI-COUNTY PEDIATRICS, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 895A00000076

**ARTICLES OF INCORPORATION
OF**

TRI-COUNTY PEDIATRICS, P.A.

The undersigned, for the purpose of forming a corporation under the Florida Professional Services Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. **NAME.** The name of the Corporation is:

TRI-COUNTY PEDIATRICS, P.A.

Article 2. **EFFECTIVE DATE.** The effective date of the Corporation shall be January 1, 1995.

Article 3. **DURATION.** The duration of the Corporation is perpetual.

Article 4. **PURPOSE.** The purpose for which the Corporation is organized is to engage, perform and provide any type of personal service rendered by medical doctors under Chapter 621 Florida Statute. No other purpose limits this general purpose in any way, and to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5. **CAPITAL STOCK.** The aggregate number of shares which the Corporation is authorized to issue is 8,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 6. **INITIAL REGISTERED OFFICE AND AGENT.** The principal address as well as the street address of the initial Registered Office of the Corporation is 129 South Commerce Avenue, and the name of its initial Registered Agent at that address is McCollum & Johnson, P. A.

Article 7. **INITIAL BOARD OF DIRECTORS.** The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

NAME OF DIRECTOR

Rajeswari Sonni, M.D.

ADDRESS

2523 U.S. 27 South
Suite 208
Avon Park, FL 33825

Article 8. INCORPORATORS. The name and address of the Incorporator is
Rajeswari Sonni, M.D., 2523 U.S. 27 South, Suite 208, Avon Park, FL 33825

Article 9. AMENDMENT. The Corporation reserves the right to amend or repeal
any provisions contained in these Articles of Incorporation or any amendment to them, and any right
conferred upon the Shareholders is subject to this reservation.

Article 10. ACCEPTANCE BY REGISTERED AGENT. I hereby am familiar with
and accept the duties and responsibilities as registered agent for said corporation.

Rajeswari Sonni
Rajeswari Sonni, M.D., Incorporator

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

Sworn to and subscribed before me this 18th day of January, 1995, by Rajeswari Sonni, M.D.,
Incorporator.



LAURA A DONADIO
My Commission CC283617
Expires Feb. 21, 1997
Huckleberry Associates Inc
800-422-1555

Laura A. Donadio
Signature of Notary Public - State of Florida
(Print, Type of Stamp Commissioned Name of Notary)
Personally Known _____
Produced Identification _____
Type of Identification _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **TRI-COUNTY
PEDIATRICS, P.A.**, which is contained in the foregoing Articles of Incorporation.

DATED this 23rd day of January, 1995. ^

James F. McCollum, Registered Agent