

01/31/95 16:00

441 8617

JOHNSON BLAKELY

000 000

P95000008514

1/31/95

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

3:03 PM

((H95000001256)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPE  
911 CHESTNUT  
P.O. BOX 1368  
CLEARWATER FL 34617-0000

FAX: (904) 922-4000

CONTACT: TABRA LEE  
PHONE: (813) 461-1818  
FAX: (813) 441-8617

((H95000001256)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.

FAX AUDIT NUMBER: H95000001256

DATE REQUESTED: 01/31/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 5

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 15:03:01  
CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 076666002140

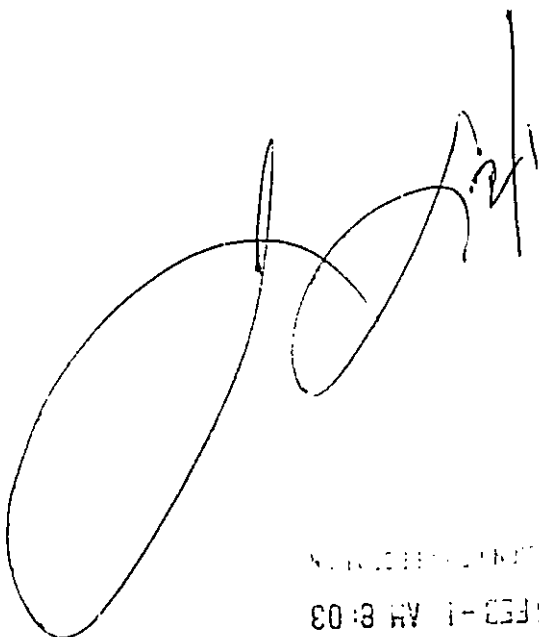
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000001256)))

TALLAHASSEE, FLORIDA

95 FEB -1 PM 4:15

FILED



95-2264-1

80:8 HV 1-03196

05/12/00  
Page 1



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 1, 1995

JOHNSON BLAKELY POPE BOKER RUPPER

CLEARWATER, FL

SUBJECT: PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.  
REF: W95000002264

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

NOTE: In the right hand side of your document there is a line, and every word or letter is erase on every page. Check your machine, and resubmitt your 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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H95000001256  
Letter Number: 295A00004232

Division of Corporations P. O. Box 6227 Tallahassee, Florida 32314

FILED  
 95 FEB -1 PM 4:15  
 B95000001256  
 TALAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.**

The undersigned, being of legal age, a natural person and duly licensed to practice medicine under the laws of the State of Florida, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of incorporating a professional corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME AND ADDRESS**

The name of this professional corporation shall be PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A. The mailing address of the corporation is Post Office Box 3455, Seminole, Florida 34645. The address of the corporation's principal office is 9423 Seminole Boulevard, Seminole, Florida 34642.

**ARTICLE II**  
**PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the State of Florida, except that the corporation shall not render professional services except through its officers, employees, and agents who are duly licensed or otherwise legally authorized to practice medicine within the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK AND PREEMPTIVE RIGHTS**

The capital stock authorized and the par value thereof, shall be as follows:

Number of Shares	Par Value
<u>Authorized</u>	<u>Per Share</u>
10,000	\$.01

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. The payment thereof does not have to be at the time of issuance, provided that such shares are subject to calls thereon until the whole consideration thereof shall have been paid. No shareholder shall have preemptive rights, unless the stockholders otherwise agree.

Michael G. Little, Esq.  
 Johnson, Blakely, Pope, Bokor,  
 Suppel & Burns, P.A.  
 211 Chestnut Street  
 Tallahassee, Florida 34616  
 903-461-1818  
 Florida Bar No. 0861677

B95000001256

#### **ARTICLE IV BY-LAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the shareholders may provide in any bylaws made by them that such bylaws shall not be altered, amended or repealed by the Board of Directors.

#### **ARTICLE V DURATION**

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### **ARTICLE VI REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Corporation shall be at 911 Chestnut Street, Clearwater, Florida 34616, and the name of its initial registered agent at such address is Michael G. Little.

#### **ARTICLE VII COMMITTEES**

To the fullest extent allowable by law, the Board of Directors may establish committees of Directors consisting of two (2) or more persons, and the Directors may rely on information, opinions, reports or statements, including any financial statements and other financial data prepared or presented by such committee.

### ARTICLE VIII INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation shall be three (3), and the names and addresses of the persons sworn to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Names</u>	<u>Addresses</u>
EDWARD A NORMAN, M.D.	7880 Oliver Road Largo Florida 34647-3009
CHARLES K. FRIEDMAN, D.O.	10200 Seminole Boulevard Seminole, Florida 34648
GLENN SYPERDA, D.O.	10402 Oakbrook Drive Tampa, Florida 33624

### ARTICLE IX APPLICABLE LAWS

The Corporation shall operate as a professional corporation under Chapter 607 of the Florida Statutes except where the provisions of Chapter 621 of the Florida Statutes shall control.

### ARTICLE X INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
MICHAEL G. LITTLE	911 Chestnut Street Clearwater, Florida 34616

### ARTICLE XI CONFLICT OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm who is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a director or an officer of such other corporation or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

### ARTICLE XII CORPORATE AND STOCKHOLDER DEBT

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

### ARTICLE XIII INDEMNIFICATION

This Corporation shall indemnify and insure its officers and Directors, and any former officers and directors, to the fullest extent permitted by law, either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 31<sup>st</sup> day of January, 1995.

  
\_\_\_\_\_  
MICHAEL G. LITTLE

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A., desiring to organize under the laws of the State of Florida hereby designates MICHAEL G. LITTLE, located at 911 Chestnut Street, Clearwater, Florida 34616, as its registered agent to accept service of process within the State of Florida.

**ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



MICHAEL G. LITTLE

0060736.01 (1/26/95 mgf)

FILED  
95 FEB -1 PM 4:15  
TALLAHASSEE, FLORIDA

P95000008514

02/08/95 13:13

001/004

(Untitled)

2/07/95

FLORIDA DIVISION OF CORPORATIONS

4:31 PM

PUBLIC ACCESS SYSTEM

((H95000001570)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: JOHNSON, BLAKELY, POPE, BOKER, ROPPE

DEPARTMENT OF STATE

911 CHESTNUT

STATE OF FLORIDA

P.O. BOX 1368

409 EAST GAINES STREET

CLEARWATER FL 34617-00000

TALLAHASSEE, FL 32399

CONTACT: TABP LEE

FAX: (904) 922-4000

PHONE: (813) 661-1818

FAX: (813) 441-8617

((H95000001570)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.

FAX AUDIT NUMBER: H95000001570

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/07/1995

TIME REQUESTED: 16:31:22

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$87.50

ACCOUNT NUMBER: 07666602140

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax audit number on the top and bottom of all pages of the document.

((H95000001570)))

C/m= 36001.92938

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 FEB - 8 PM 4: 16

nlc  
jmr  
2-9

RECEIVED

95 FEB - 8 PM 3:45

RECEIVED  
Page 1



02/08/95 15:15

002/004



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morfitt  
Secretary of State

February 8, 1995

PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.  
P.O. BOX 3455  
SEMINOLE, FL 34645

SUBJECT: PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.  
REF: P9500008514

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If shareholder approval was not required, a statement to that effect must be contained 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) 487-6908.

Tawana McClellan  
Corporate Specialist

FAX Aud. #: H9500001870  
Letter Number: 395A00005421

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

02/08/95 15:16

003/004  
H95000001570

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 FEB -8 PM 4:16

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF

PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.

The undersigned, as the incorporator of Physicians Pain Release and Wellness Center, P.A. does hereby certify that the Amendment provided for herein was adopted by the incorporator on the 7<sup>th</sup> day of February, 1995.

1. Name of Corporation: PHYSICIANS PAIN RELEASE AND WELLNESS CENTER, P.A.

2. Amendment Adopted: Article I of the Articles of Incorporation is hereby amended to read as follows:

"Article I  
Name and Address

The name of this corporation is PHYSICIANS PAIN RELIEF AND WELLNESS CENTER, P.A. The mailing address of the corporation is P. O. Box 3455, Seminole, Florida 34645. The address of the corporation's principal office is 9423 Seminole Boulevard, Seminole, Florida 34642."

3. There are no shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 7<sup>th</sup> day of February, 1995.



MICHAEL G. LITTLE,  
Incorporator

STATE OF FLORIDA )

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of February, 1995, by MICHAEL G. LITTLE, as Incorporator of PHYSICIANS PAIN

Michael G. Little, Esq.  
Johnson, Blakely, Pope, Bokor,  
Ruppel & Burns, P.A.  
911 Chestnut Street  
Clearwater, Florida 34616  
(813)461-1818  
Florida Bar No. 0861677

H95000001570

02/08/93 15:18


004/004  
H95000001570

RELEASE AND WELLNESS CENTER, P.A., a Florida corporation, on behalf of the corporation. Said individual:

☒ (a) is personally known to me;

OR

☐ (b) has produced \_\_\_\_\_ (type of identification) as identification.

  
(Signature of Notary Public)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned  
Name of Notary Public)

Date of Expiration and Number  
of Commission:

0043965.01(cab)



LANA CABELL  
MY COMMISSION # 00411967 EXPIRES  
November 2, 1998  
SIGNED THIS 17TH DAY OF FEBRUARY, 1993.