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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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P95000009128

January 17, 1995

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

Re: Souheil Moussly, M.D., P.A.

Dear Sir or Madam:

Enclosed for filing, please find the original and one copy of the Articles of Incorporation for Souheil Moussly, M.D., P.A., along with the original Certificate Designating Place Of Business Or Domicile For The Service Of Process Within This State, Naming Agent Upon Whom Process May Be Served.

I would appreciate your filing the above Articles of Incorporation and sending me a certified copy of same in the self-addressed, stamped envelope provided for your convenience. Our check in the sum of \$122.50 is also enclosed as your filing fee.

Thank you for your assistance in this matter.

Sincerely,

Scott E. Simpson

SCOTT E. SIMPSON

SES/ss
Enclosures

903/1/25/95
612-445-1744
P95-9128

FILED
1995 FEB -2 AM 9:30
TALLAHASSEE, FLA.



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

January 25, 1995

SCOTT E. SIMPSON, ESQ.
595 W. GRANADA BLVD.
SUITE A
ORMOND BEACH, FL 32174

SUBJECT: SOUHEIL MOUSSLY, M.D., P.A.
Ref. Number: W95000001744

We have received your document for SOUHEIL MOUSSLY, M.D., 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout 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) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 295A00003122

ARTICLES OF INCORPORATION
OF
SOUHEIL MOUSSLY, M.D., P.A.

FILED
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The undersigned, being duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1. NAME. The name of the Corporation is:

SOUHEIL MOUSSLY, M.D., P.A.

ARTICLE 2. PURPOSE. The purpose for which the corporation is organized shall be to engage in and carry on all branches of the practice of medicine, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the following:

(A) To purchase, lease, or otherwise acquire, to own, hold and operate, and to sell, mortgage, pledge, lease, employ, or otherwise dispose of, encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business and in connection with any other proper business activity in which the corporation may engage.

(B) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to

perform, carry out, cancel, and rescind those contracts.

C) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(D) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, non-profit corporation, or other entity.

(E) To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.

(F) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact by-laws to carry these restrictions into effect.

(G) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives or the furtherance of any of the powers set forth in these Articles of Incorporation, incidental to, pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the

Florida Professional Service Corporation Act as currently enacted and ad may be hereafter amended or superseded by any other statute.

ARTICLE 3. EFFECTIVE DATE. The effective date of this corporation shall be the date first approved by the Secretary of State of the State of Florida.

ARTICLE 4. DURATION. The term of existence of the corporation is perpetual.

ARTICLE 5. PROFESSIONAL SERVICES. The professional services of the corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice medicine. Professional services shall be rendered in each case by the officer, employee, or agent designed solely by this corporation, acting through its duly elected officers, and no officer, employee, or agent shall enter into any contract, written or verbal, for professional services with any patient wherein the right to select the person by which the services shall be rendered is delegated to the patient. The provision shall not be applicable to the extent it is in conflict with law or the professional cannons of the practice of medicine.

ARTICLE 6. INCORPORATOR. The name and post office address of the incorporator is:

<u>Name</u>	<u>Address</u>
Souheil Moussly, M.D., P.A.	3890 Turtle Creek Dr. Port Orange, FL 32119

ARTICLE 7. DIRECTORS. Initially, the Board of Directors

shall consist of not less than one member or more than three. Initially, there shall be one member of the first Board of Directors whose name and address is as follows:

<u>Name</u>	<u>Address</u>
Souheil Moussly, M.D.	3890 Turtle Creek Dr. Port Orange, FL 32119

ARTICLE 8. REGISTERED OFFICE AND AGENT. The location and address of the corporation's initial registered office in this state is 595 W. Granada Blvd., Suite . Ormond Beach, Florida 32174, and the initial registered agent at that address is SCOTT E. SIMPSON.

ARTICLE 9. SHARE STRUCTURE. 1. The number of shares of stock that the corporation is authorized to have outstanding is one hundred (100) shares, all of which shall be common shares with a par value of \$1.00 per share.

2. No share of stock of this corporation shall be issued or transferred to any person who is not a medical doctor, duly licensed to practice medicine in the State of Florida.

ARTICLE 10. AMENDMENT OF ARTICLES. The corporation reserves the right at any time, and from time to time, to amend these Articles of Incorporation in the manner now or hereafter permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the corporation (or such greater number as may then be required by statute), shall be binding and conclusive on every shareholder of the corporation as fully as if each shareholder had voted for the

change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6 day of January, 1995.

Souheil Moussly
SOUHEIL MOUSSLY, M.D.
FL DL M240-780-52-167-0

STATE OF FLORIDA)
):ss
COUNTY OF VOLUSIA)

Before me personally appeared SOUHEIL MOUSSLY, M.D. the person who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

The foregoing instrument was acknowledged before me this 6 day of Jan., 1995 by SOUHEIL MOUSSLY, M.D., () who is personally known to me, or (✓) who produced a Florida driver's license as identification.

Robin M. Kinney
Notary Public
State of Florida
Commission No.:
My Commission Expires:



ROBIN MC KINNEY
MY COMMISSION # CC381922 EXPIRES
April 5, 1998
BONDED THROUGH TROY FAY INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

FILED
1995 FEB -2 PM 3:34

Pursuant to Florida Statute 48.091, the following is submitted
in compliance with said Act;

First, SOUHEIL MOUSSLY, M.D., P.A., desiring to organize under
the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation at 3890 Turtle Creek
Drive, Port Orange, County of Volusia, State of Florida, has named
Scott E. Simpson, 595 W. Granada Blvd., Suite A, Ormond Beach,
Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.

DATED this 16th day of January, 1995.

Scott E. Simpson
SCOTT E. SIMPSON, as Registered Agent