## A.V. (Lonny) SMITH III Attorney at Law

P45000/7600

March 1, 1995

1001 3rd Ave. W., Suite 350 Bradenton, Ft 34205 Tel. 813-748-7633 Fax 813-748-7538

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

RE: Suncoast Circulatory Center, Inc.

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#### Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122,50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent designation for the above named corporation.

Also enclosed for return of the corporation papers is a federal express envelope and billing sheet already completed for easy and quick return.

With regards,

A.V.(Lonny) Smith, III

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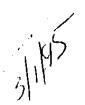
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Suncoast Circulatory Center, Inc. 7412 6th Avenue North West Bradenton, Florida 34209

(813) 792-0969



# ARTICLES OF INCORPORATION OF SUNCOAST CIRCULATORY CENTER, INC.



The undersigned, acting as incorporator of Suncoast Circulatory Center, Inc., under the Florida General Corporation Act, adopts the following Articles of Incorporation,

## ARTICLE I. NAME

The name of the corporation is: Suncoast Circulatory Center, Inc.

## ARTICLE II. PRINCIPAL OFFICE

The address of the corporation's principal place of business and the mailing address of the corporation shall be: 7412 6th Avenue North West, Bradenton, Florida 34209.

# ARTICLE III. COMMENCEMENT OF EXISTENCE

This corporation shall exist perpetually and shall commence on <u>March 1, 1995</u> after the filing of these Articles of Incorporation by the Department of State, State of Florida.

#### ARTICLE IV. PURPOSE

This corporation is formed for all lawful objects and purposes and may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

## ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 5,000 shares of common stock having no par value. The consideration to be paid for each share shall be fixed by the shareholders, and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation with a value, in the judgment of the shareholders, equivalent to or greater than the full par value of the shares.

## ARTICLE VI. MANAGEMENT BY SHAREHOLDERS

This corporation shall have no Directors. All powers of the corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under, the direction of the shareholders rather than a board of directors. The shareholders shall be deemed directors when required by the context of any law or bylaw. The name and street address of the original shareholder is:

Name

Address

Joseph E. Jadika

7412 6th Avenue North West Bradenton, Florida 34209

# ARTICLE VII, INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent shall be A.V. Smith, III, Esq. The street address of the initial registered office of the corporation shall be:

1001 3rd Avenue West, Suite 350 Bradenton, Florida 34205

#### ARTICLE VII. INCORPORATION

The name and street address of the incorporator is:

Joseph E. Ladika 7412 6th Avenue North West Bradenton, Florida 34209

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the shareholders any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE IN BYLAWS

The shareholders, by vote of a majority of the outstanding shares entitled to vote, may establish, alter, amend, or repeal these bylaws.

#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this day of MARCH, 1995.

STATE OF FLORIDA
COUNTY OF MANATEE

On this day of MARCH, 1995, before me, a Notary Public, the undersigned officer, personally appeared Designed that he/she executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

NOTARY PUBLIC, STATE OF FLORIDA



CORY WHIGHT
My Convission CC424246
Expires Dec 04, 1998
Bonded by HAI
type 422, Mar.

### **DESIGNATION OF REGISTERED AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Suncoast Circulatory Center, Inc., which has its initial principal office at 7412

bth Avenue North West, Bradenton, Florida, 34209, and which desires to organize under the laws of the State of Florida, has named A.V. Smith, III, Esq., located at 1001 3rd Avenue West, Suite 350, Bradenton, Florida 34205 as its agent to accept service of process, within this State.

#### **ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named attore, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.

(Registered Agent)

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9. Name and Address of Current Regis	tered Agent	B1 Name		
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508. Florida Statutes, the above-named corporation submits the statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida Statutes, and the corporation's board of directors. Thereby accept the appointment as registered agent, i am or registered agent, and accept the object of t				
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