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LAW OFFICES

CHESSER, WINGARD, BARR, WHITNEY,
FLOWERS & FLEET, P. A.

D. MICHAEL CHESSER
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H. BART FLEET

1201 EGLIN PARKWAY
SHALIMAR, FLORIDA 32579
(904) 651-9944
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FIRST NATIONAL BANK OF CRESTVIEW BUILDING
SUITE 300
POST OFFICE BOX 327
CRESTVIEW, FLORIDA 32536
(904) 682-2011

March 2, 1995

Division of Corporation
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

2000001428182
-0013-05-01000-003
1995 MAR 13 PM 1:42

Re: Psychiatric Associates Properties, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with our firm check in the amount of \$122.50 to cover the cost of filing fees, a certified copy and registered agent designation. Please file the corporation and forward the certified copy back to my attention at the above address. If you are in need of further information please feel free to contact me at (904) 651-9944. Thank you for your assistance.

Sincerely yours,

Patsy Provine

Patsy Provine
Secretary to H. Bart Fleet

/pp
Enclosures

article1.org

*File
3-14*

FILED
95 MAR 13 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PSYCHIATRIC ASSOCIATES PROPERTIES, INC.

FILED
95 MAR 13 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is PSYCHIATRIC ASSOCIATES PROPERTIES, INC. and its principal office and mailing address is 235 Carmel Drive, Fort Walton Beach, FL 32547.

ARTICLE TWO

NATURE OF BUSINESS

The purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida. The initial purpose of this corporation is to maintain and operate a real estate investment business.

ARTICLE THREE

CAPITAL STOCK

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

ARTICLE FOUR

TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE FIVE

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered office of the corporation is 1201 Eglin Parkway, Shalimar, Florida 32579. The registered agent is H. BART FLEET.

ARTICLE SIX

BOARD OF DIRECTORS

This Corporation shall have seven directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The names and addresses of the initial board of directors of the corporation are as follows:

George A. Michas, M.D.	235 Carmel Drive Fort Walton Beach, FL 32547
Elizabeth Michas	235 Carmel Drive Fort Walton Beach, FL 32547
Edward Chandler	235 Carmel Drive Fort Walton Beach, FL 32547
Marianne McAuliffe	235 Carmel Drive Fort Walton Beach, FL 32547
Eugene R. Valentine, M.D.	235 Carmel Drive Fort Walton Beach, FL 32547
Bonnie Benshoof	490 Highway 85 North, Unit C Niceville, FL 32578

Michael Tallman

490 Highway 85 North, Unit C
Niceville, FL 32578

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE SEVEN

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE EIGHT

REMOVAL OF DIRECTOR

Any director may be removed with or without cause by a vote of the holders fifty-one percent (51%) of the shares then entitled to vote at a special meeting of the shareholders called for that purpose.

ARTICLE NINE

SHAREHOLDER QUORUM

The presence, in person or by proxy, of shareholders holding of record fifty-one percent (51%) of the total number of shares of the Corporation, then issued and outstanding and entitled to vote, shall be necessary and sufficient to constitute a quorum for the transaction of any business at any meetings of shareholders of the Corporation.

ARTICLE TEN

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE ELEVEN

INCORPORATOR

The name and address of the incorporator is :

H. Bart Fleet
Chesser, Wingard, Barr, Whitney,
Flowers and Fleet, P.A.
1201 Eglin Parkway
Shalimar, FL 32579

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles on March 6, 1995.


H. BART FLEET, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA

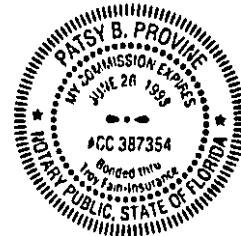
COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared H. BART FLEET, Incorporator, who is personally known to me ~~or who~~

produced _____ as identification, or the
purpose of lawfully executing these Articles of Incorporation.

Patsy B. Provine
PATSY B. PROVINE
Notary Public

My Commission Expires:



ACCEPTANCE BY THE REGISTERED AGENT

I, H. BART FLEET, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on March 6, 1995.


H. BART FLEET, Registered Agent

FILED
95 MAR 13 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA