# LAW OFFICE

**Board Certified** Civil Trial Lawyer

Certified State and Federal Mediator

1901 S. Harbor City Blvd. One Harbor Place + Suite 705 Melbourne, Florida 32901 (407) 728-7325 FAX (407) 728-0031

April 27, 1995

Mailing Address: PO Box 314 Melbourne, Florida 32902

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE:

ARTICLES OF INCORPORATION FOR "DYUSU, P.A,"

Gentlemen:

Enclosed please find for filing my Articles of Incorporation, pursuant to Florida Statute, Chapter 607, accompanied with the Designation of Registered Agent on behalf of Dyusu, P.A.

I have also enclosed herewith my check in the amount of One Hundred Twenty-Two Dollars and 50/100 (\$122,50) to cover the required filing fees. Would you please furnish me with a Certificate of Incorporation for my records.

I the meantime, if you have any questions, please do not hesitate to call me at the above listed number.

Thank you for your attention in this matter.

JAMES M. NICHOLAS

JMN/rh

Enclosure

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#### ARTICLES OF INCORPORATION OF

#### DYUSU, P.A.

The undersigned, acting as Incorporator pursuant to Florida Statute Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation.

#### ARTICLE L. NAME

The name of this corporation is DYUSU, P.A.

## ARTICLE II. DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the Department of State.

## ARTICLE III.

The general nature of the business to be transacted by this Professional Service Corporation is to engage in the practice of emergency and primary care medicine.

Pursuant to the Professional Service Corporation Act, Florida Statute §621.01 et. seq., the undersigned, as the incorporator and sole officer, shall render professional medical services as a duly licensed physician. The corporation shall not engage in any other business.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, all of one class, at a par value of \$5.00.

### ARTICLE V. PREEMPTIVE RIGHTS

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his shares unless and until he shall have offered to sell his shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the corporation shall be subject to the same restrictions, regarding transferability, as the initial stock

C. The holders of common shares shall be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

## ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 323 Lanternback Island Drive, Satellite Beach, Florida 32937, and the name and address of the initial registered agent of this corporation is Robert Young, 323 Lanternback Island Drive, Satellite Beach, Florida 32937.

## ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one and shall always be an odd number. The name and address of the initial director of this corporation is:

Robert Young 323 Lanternback Island Drive Satellite Beach, Florida 32937

# ARTICLE VIII. INCORPORATORS

The name and address of the person signing these Articles is:

Robert Young 323 Lanternback Island Drive Satellite Beach, Florida 32937

## ARTICLE IX. BY-LAWS

The power to adopt, after, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

Dated: 6051 27 1995

ROBERT YOUNG

STATE OF FLORIDA

COUNTY OF BREVARD

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared ROBERT YOUNG, to me known to be described as Subscriber in and whom executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 27th day of April , 1995.

My commission expiremental



Notary Public Signature

Typed or Printed Notary Public

Personally known.

Produced as identification:

I HEREBY ACCEPT the designation, duties and responsibilities as REGISTERED AGENT of DYUSU, P.A., and agree to comply with the provisions of <u>Florida Statutes</u>.

ROBERT YOUNG

STATE OF FLORIDA

COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public only authorized in the State and county aforesaid to take acknowledgements, personally appeared DYUSU, to me known to be described as REGISTERED AGENT for DYUSU, P.A., and who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that he subscribed to such designation as REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this 27th day of April , 1995.

My commission of the state of t

Notary Public Signature

Typed or Printed Notary Public

Personally known.
Produced as identification:

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