

# P95000060582

FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P.A.

ATTORNEYS AT LAW

TAMPA - ST. PETERSBURG - CLEARWATER

FT. MYERS - TALLAHASSEE

CABLE: F.W.G.B.  
TELE: 52776

501 EAST KENNEDY BLVD.  
POST OFFICE BOX 1438  
TAMPA, FLORIDA 33601

TELECOPIER  
(813) 229-8313

(813) 229-8313

August 1, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Pain Consultation Specialists, P.A.

Gentlemen:

Enclosed please find original Articles of Incorporation of the above-named corporation, together with our check in the amount of \$122.50 to cover the cost of the following:

Filing Fee	\$35.00
Certified Copy Fee	52.50
Registered Agent Fee	35.00

Please file the Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,

*Mark T. Tate*

Mark T. Tate

100001552481  
-08/03/95--01018--003  
\*\*\*\*122.50 \*\*\*\*122.50

*Specialists, P.A.*

MTT\dlb\2597

Enclosures

cc: Dwight D. Valentine, M.D.

*RMC*

*Called Mark T. Tate.  
use the same Pain Consultation*

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

95 AUG -4 AM 10:30

FILED

ARTICLES OF INCORPORATION  
OF  
PAIN CONSULTATION SPECIALISTS, P.A.

FILED  
95 AUG -4 AM 10:30  
TALLAHASSEE, FLORIDA

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Address

The name of this corporation shall be:

Pain Consultation Specialists, P.A.

The address of this corporation shall be 1201 5th Avenue North, Suite 202, St. Petersburg, Florida 33705, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE III

Business, Objects or Purposes

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be as follows:

(a) To engage in the general practice of medicine, including, but without limitation, the provision of pain management and related medical services.

(b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.

(c) To own real and personal property necessary for the rendering of the above professional services.

(d) In general, to have and exercise all powers conferred by the laws of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

#### ARTICLE IV

##### Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE V

##### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 1201 5th Avenue North, Suite 202, St. Petersburg, Florida 33705, and the name of the corporation's initial registered agent at such address is Dwight D. Valentine. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

#### ARTICLE VI

##### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be six (6), and the name and address of the persons who are to serve as members thereof are as follows:

<u>Name</u>	<u>Address</u>
James F. O'Neill, Jr., M.D.	1201 5th Avenue North Suite 202 St. Petersburg, FL 33705
Frederick O. Brown, M.D.	1201 5th Avenue North Suite 202 St. Petersburg, FL 33705
William G. Long, Jr., M.D.	1201 5th Avenue North Suite 202 St. Petersburg, FL 33705

Robert J. Panaro, M.D.

1201 5th Avenue North  
Suite 202  
St. Petersburg, FL 33705

Dwight D. Valentine, M.D.

1201 5th Avenue North  
Suite 202  
St. Petersburg, FL 33705

Russell L. Norris, M.D.

1201 5th Avenue North  
Suite 202  
St. Petersburg, FL 33705

#### ARTICLE VII

##### Incorporators

The name and address of each incorporator of this corporation is as follows:

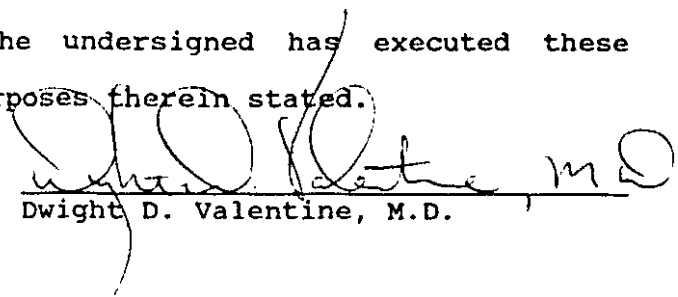
<u>Name</u>	<u>Address</u>
Dwight D. Valentine, M.D.	1201 5th Avenue North Suite 202 St. Petersburg, FL 33705

#### ARTICLE VIII

##### Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles for the uses and purposes therein stated.

  
Dwight D. Valentine, M.D.

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 20<sup>th</sup>  
day of July, 1995, by DWIGHT D. VALENTINE, M.D., who is  
personally known to me or who has produced \_\_\_\_\_ as  
identification and who did not take an oath.

Joyce A. Velano  
Joyce A. Velano  
Print Name

Notary Public

My Commission Expires:

JOYCE A. VELANO  
Notary Public, State of Florida  
My Comm. Expires July 29, 1998  
No. CC 383992  
Bonded thru Official Notary Service

\_\_\_\_\_  
Serial Number, if any

CERTIFICATE OF ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature

Dwight D. Valentine  
Dwight D. Valentine, M.D.  
(Registered Agent)

Date

7/20/95

mtl/articles/paincone

FILED  
JUL 20 1995  
TALLAHASSEE, FLORIDA

50 AUG -4 AM 10:30

FILED