

P960000 10592

Chapter Number Only

2-1-96 - Mr Bass

Requestor's Name
Michael Bass
Address
8400 S.W. 107 Ave #206
Miami, FL 33176
City State ZIP Phone

595-9900

VALIDATION ONLY

FILED
96 FEB -2 PM 1:02
TALLAHASSEE, FLORIDA

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-02/02/96--01044--026
****122.50 ****122.50

CORPORATION(S) NAME

CHRIS Greengood, M.D., PA

RECEIVED
96 FEB -2 PM 2:15
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Other |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| | <input checked="" type="checkbox"/> Pick Up | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

ORIGINAL COPY

F. CHESSEY FEB 2 1996

EMPIRE Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
CHRIS GREVENGOOD, M.D., P.A.

FILED
66 FEB -2 PM 1:32
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice medicine in the State of Florida for the purpose of forming a professional corporation under Chapter 621 of the Florida Statutes and the Florida Professional Service Corporation Act, does hereby make, subscribe, certify, acknowledge, adopt and file these Articles of Incorporation as follows:

ARTICLE I - NAME

The name of the Corporation is CHRIS GREVENGOOD, M.D., P.A.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing of address of the corporation shall be:

7300 S.W. 62nd Place, Second Floor,

Miami, Florida 33143

ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually, unless sooner dissolved according to law, and corporate existence shall commence with the filing of these Articles.

ARTICLE IV - PURPOSE

The purposes for which the Corporation is organized are as follows:

A. To engage in every phase and aspect of the business of rendering the same professional

services to the public that a doctor, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through individuals authorized by the laws of the State of Florida to render such professional services as individuals.

B. To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

C. To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects for the furtherance of any of the purposes enumerated in this Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects, purposes, and powers of the Corporation, and it is hereby expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation otherwise permitted by law.

ARTICLE V - INITIAL REGISTERED OFFICE.

REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the Corporation shall be 7300 S.W. 62nd Place, Second Floor, Miami, Florida 33143, and the name of the initial registered agent of the Corporation at that address is Chris Greengood, M.D.

ARTICLE VI - STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500, all of which shall be common shares with the par value of One Dollar (\$1.00) per share.

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VIII - SECTION 1244 STOCK

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX - MINIMUM CAPITAL

The Corporation will begin business with One Thousand Dollars (\$1,000.00) as minimum capital contributed by the Incorporator.

ARTICLE X - DIRECTORS

There shall be one (1) member of the initial Board of Directors of the Corporation. The name and address of the person who is to serve as Director until the first election there is as follows:

Name

Address

Chris Grevengood, M.D.

7300 S.W. 62nd Place
Second Floor, Miami, Florida 33143.

ARTICLE XI - STOCK TRANSFERABILITY

No shareholder of this Corporation may sell or transfer his shares in this Corporation except to another individual who is duly licensed to render the same professional services which the Corporation has the power to conduct, and such sale or transfer may be made only after the same shall have been approved, at a stockholders' meeting especially called for such purpose, by the holders of a majority of the outstanding stock. At such stockholders' meeting, the shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted toward such approval, unless such shares constitute all of the shares issued by the Corporation. The Board of Directors of this Corporation may adopt any additional Bylaws restraining the alienation of shares and providing for the purchase or redemption by the Corporation of its shares; provided, however, that such provisions dealing with the purchase or redemption by the Corporation of its shares may not be invoked at a time or in a manner that would impair the capital of the Corporation.

ARTICLE XII - STOCK OWNERSHIP

The Board of Directors shall require any officer, shareholder, agent or employee of this corporation, who has been rendering professional and related services to the public and who becomes legally disqualified to render such services within the State of Florida, or who is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing rendering such professional and related services, to sever all employment with, and financial interest in, this Corporation forthwith; and upon the death of a shareholder, the deceased shareholder's stock shall be purchased by the Corporation under the terms and conditions to be agreed on by and between the Corporation and the shareholders.

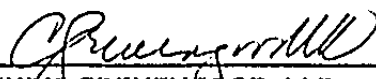
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

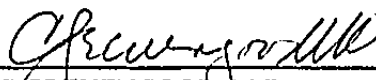
FIRST: That CHRIS GREVENGOOD, M.D., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at 7300 S.W. 62nd Place, Second Floor Miami, Florida 33143, State of Florida, has named CHRIS GREVENGOOD, M.D., located at 7300 S.W. 62nd Place, Second Floor, Miami, Florida 33143, as its Agent to accept service of process within Florida.

CHRIS GREVENGOOD, M.D., P.A.

Dated: 1/31/96

By: 
CHRIS GREVENGOOD, M.D.

SECOND: Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


CHRIS GREVENGOOD, M.D.
Registered Agent

Dated: 1/31/96

ARTICLE XIII - INCORPORATORS

The name and address of the Incorporator and Subscriber to these Articles of Incorporation is as follows:

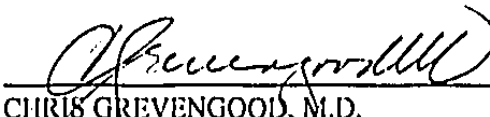
Name

Address

Chris Greengood, M.D.

7300 S.W. 62nd Place
Second Floor, Miami, Florida 33143.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 31st day of January, 1996.



CHRIS GREVENGOOD, M.D.

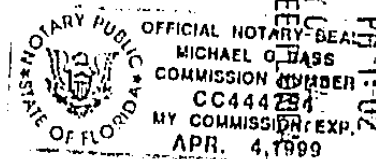
STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31st day of January 1996, by CHRIS GREVENGOOD, M.D., who is personally known to me or who has produced FLA Driver's Lic as identification.

My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA
Printed Name:



FILED
96 FEB -2 PM 1:02
TALLAHASSEE
FLA