

**H96000022800**

3/13/96  
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((H96000003520))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR  
 P.A.

NAME: C.S. LAWTON, M.D., P.A.

FAX AUDIT NUMBER: H96000003520

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/13/1996

TIME REQUESTED: 09:02:26

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072720000061

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3/13/96  
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 02:12:12

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ARTICLES OF INCORPORATION  
OF  
C.S. LAWTON, M.D., P.A.

The undersigned, a physician duly licensed to render professional services in the State of Florida, for the purpose of forming a corporation under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

Section 1.1 **Name.** The name of the corporation is C.S. Lawton, M.D., P.A.

Section 1.2 **Address of Principal Office.** The address of the principal office of the corporation is Methodist Hospital, 580 W. Eighth Street, Radiology Department, Jacksonville, Florida 32209.

ARTICLE 2

DURATION

Section 2.1 **Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE 3

PURPOSE AND NATURE OF BUSINESS

Section 3.1 **Purposes.** The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the business of rendering to the public through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice medicine, the same professional services that a physician duly licensed under the laws of the State of Florida is authorized to render; provided, however, nothing in these Articles of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or

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from owning real and personal property necessary for the rendering of such professional services.

#### ARTICLE 4

##### CAPITAL STOCK

Section 4.1 **Authorized Capital.** The authorized capital stock of this corporation shall consist of 10,000 shares of common stock having a par value of \$.01 per share.

#### ARTICLE 5

##### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address.** The street address of the initial registered office of this corporation is Methodist Hospital, 580 W. Eighth Street, Radiology Department, Jacksonville, Florida 32209, and the name of the initial registered agent of this corporation at that address is Christopher S. Lawton, M.D.

#### ARTICLE 6

##### DIRECTORS

Section 6.1 **Number.** This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Directors.** The name and address of the members of the first board of directors of the corporation are:

##### **NAME**

Christopher S. Lawton, M.D.

##### **ADDRESS**

Methodist Hospital  
580 W. Eighth Street  
Radiology Department  
Jacksonville, Florida 32209

Section 6.3 **Indemnification.** The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE 7**

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares except to another individual who is eligible to be a shareholder of this corporation.

**ARTICLE 8****BYLAWS**

Section 8.1 **Bylaws.** The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE 9****INCORPORATOR**

Section 9.1 **Name and Address.** The name and street address of the incorporator of this corporation are:

**NAME**

Christopher S. Lawton, M.D.

**ADDRESS**

Methodist Hospital  
580 W. Eighth Street  
Radiology Department  
Jacksonville, Florida 32209

**ARTICLE 10****AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 15<sup>th</sup> day  
of March, 1996.

Christopher S. Lawton, M.D.  
Christopher S. Lawton, M.D., Incorporator

## ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.

Christopher S. Lawton M.D.  
Christopher S. Lawton, M.D.  
Registered Agent

Date: 3/13/96

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