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FLORIDA DEPARTMENT OF STATE  
Sandra B. Morton  
Secretary of State

*May be  
this file date*

March 27, 1996

*Corrected  
4/1/96  
Thanks*

SUNSTATE RESEARCH

TALLAHASSEE, FL

SUBJECT: PHYSICIANS HEALTH & MEDICAL CENTER, INC.  
Ref. Number: W96000006587

We have received your document for PHYSICIANS HEALTH & MEDICAL CENTER, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 296A00013978

**ARTICLES OF INCORPORATION**  
**OF**  
**CENTRAL BOCA MEDICAL CENTER, INC.**

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96 MAR 27 PM 3:44

STATE OF FLORIDA  
TALLAHASSEE

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**FIRST:** The corporate name for the corporation (hereinafter called the "corporation") is Central Boca Medical Center, Inc.

**SECOND:** The street address, wherever located, of the principal office of the corporation is 2499 Glades Road, #109, Boca Raton, Florida 33431.

**THIRD:** The number of shares that the corporation is authorized to issue is 1000, all of which are without par value and are of the same class and are Common shares.

**FOURTH:** The street address of the initial registered office of the corporation in the State of Florida is 2499 Glades Road, #109, Boca Raton, Florida 33431.

The name of the initial registered agent of the corporation at the said registered office is Dr. Lori H. Zeller.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**FIFTH:** The name and the address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Dr. Lori H. Zeller	2499 Glades Road, #109 Boca Raton, FL 33431

**SIXTH:** The purposes for which the corporation is organized, which shall include the authority of the corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are as follows:

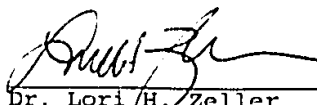
To provide professional services; and

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

**SEVENTH:** The duration of the corporation shall be perpetual.

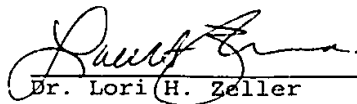
**EIGHTH:** The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on March 1<sup>o</sup>, 1996



Dr. Lori H. Zeller  
Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Date: March 1<sup>o</sup>, 1996