

J. DAVID HAYNES

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10226 Ulmerton Rd., Bldg. 11-B
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(813) 584-8100
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May 1, 1996

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

Re: WALSINGHAM MEDICAL CENTER, P.A.
Articles of Incorporation

900001811349
-05/07/96--01090--020
****122.50 ****122.50

Dear Sir or Madam:

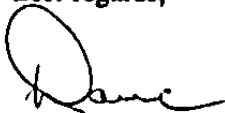
Enclosed please find an original and one copy of the Articles of Incorporation for WALSINGHAM MEDICAL CENTER, P.A.

Also enclosed please find Check No. 3795 dated May 1, 1996 in the amount of \$122.50 for the filing fee and certified copy of same.

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

Thank you for your attention to this matter.

Best regards,



J. David Haynes

JDH/mav

Enclosures

cc: John Lipps, M.D.

FILED
96 MAY -6 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
5/10/96

FILED
96 MAY -6 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WALSINGHAM MEDICAL CENTER, P.A.
(FS § 607.0202 and Chapter 621)**

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**Article I
Name of the Corporation**

The name of the corporation is **WALSINGHAM MEDICAL CENTER, P.A.**

**Article II
Corporate Existence**

Corporate existence is deemed to have started on the date of the filing hereof by the Secretary of State.

**Article III
Duration**

The corporation shall have perpetual existence.

**Article IV
Purposes**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in every aspect in the practice of medicine, and all its fields of specializations, as are engaged in by medical doctors.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be individuals in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Article V Principal Place of Business

The initial street address of the principal place of business of the corporation is:

12651 Walsingham Road, Suite B
Largo, Florida 33774.

Article VI Capital Stock

The amount of capital stock authorized shall consist of Two Thousand (2,000) shares of the common voting stock having \$1.00 par value, payable in lawful money of the United States of America or in property, or at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article VII Incorporator

The name and street address of the Incorporator is:

Jack Lipps , M.D.
10265 Hazel Street
Largo, Florida 33778.

Article VIII Board of Directors

Section 1. This corporation initially shall have one (1) director. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and street address of the first member of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until his or her successor is elected and qualified are:


Jack Lipps, M.D.
10265 Hazel Street
Largo, Florida 33778.

**Article IX
Registered Agent**

The initial Registered Agent of the corporation shall be:

Jack Lipps, M.D.
10265 Hazel Street
Largo, Florida 33778.


IN WITNESS WHEREOF, the above-named Incorporator has subscribed his name this
1st day of May, 1996.



Jack Lipps, M.D.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in the 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 all matters.



Jack Lipps, M.D.
Registered Agent

Date: 5/1-96, 1996

J. DAVID N

Law Office
Attorney and Counselor at Law

Sugar Creek Professional Center
10225 Ulmerton Rd., Bldg. 11-B
Largo, FL 33771-3180
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May 31, 1996

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

400001850134
-06/04/96--01112--020
*****87.50 *****87.50

Re: WALSINGHAM MEDICAL CLINIC, P.A.
Articles of Amendment

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for WALSINGHAM MEDICAL CLINIC, P.A.

Also enclosed please find a check enclosed in the amount of \$87.50 for the filing fee and certified copy of same.

Please file the Articles of Amendment and return a certified copy to me.

Thank you for your attention to this matter.

Best regards,

J. David Haynes
J. David Haynes *my man*

JDH/mav

Enclosures

cc: Jack Lipps, M.D.

N/C

FILED
96 JUN -4 PM 3:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

VS JUN 13 1996

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

WALSINGHAM MEDICAL CENTER, P.A.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I. Name of the Corporation.

The name of the corporation is
WALSINGHAM MEDICAL CLINIC, P.A.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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96 JUN -4 PM
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THIRD: The date of each amendment's adoption: May 6, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this _____ day of May, 19 96

Signature X

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jack Lipps, M.D.

Typed or printed name

Incorporator

Title