

P96000045411

JOSEPH E. LAFORCE
LEISSBURG & ARONSON

ATTORNEYS AT LAW

CHICAGO
JACKSONVILLE
LOS ANGELES
MADISON
MILWAUKEE
SACRAMENTO

POST OFFICE BOX 2193
ORLANDO, FLORIDA 32802-2193
111 NORTH ORANGE AVENUE, SUITE 1800
ORLANDO, FLORIDA 32801-2306
TELEPHONE (407) 423-7656
FACSIMILE (407) 648-1743

SAN DIEGO
SAN FRANCISCO
TALLAHASSEE
TAMPA
WASHINGTON D.C.
WEST PALM BEACH

WRITER'S DIRECT LINE

May 28, 1996

VIA HAND DELIVERY

Department of State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

900001842809
-05/29/96--01032---005
****122.50 ****122.50

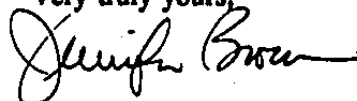
Re: Articles of Incorporation of Cosmetic Plastic Surgery Specialists, P.A.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Cosmetic Plastic Surgery Specialists, P.A. and a check in the amount of \$122.50 to cover the cost of filing the Articles (\$35.00), appointing a registered agent (\$35.00), and obtaining a certified copy of the Articles (\$52.50).

Please deliver the certified copy of the Articles to the courier making this hand delivery.
Thank you for your prompt attention to this matter.

Very truly yours,



Jennifer S. Brown

Enclosures

*Walkin
3:00 pickup*

FILED
96 MAY 29 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*SJS
5/29/96*

ESTABLISHED 1842

A MEMBER OF GLOBALEX WITH MEMBER OFFICES IN BERLIN, BRUSSELS, DRESDEN, FRANKFURT, LONDON, PARIS, SINGAPORE, STUTTGART AND TAIPEI

**ARTICLES OF INCORPORATION
OF
COSMETIC PLASTIC SURGERY SPECIALISTS, P.A.**

FILED

96 MAY 29 PM 1:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned acting as sole incorporator of COSMETIC PLASTIC SURGERY SPECIALISTS, P.A., under Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation shall be COSMETIC PLASTIC SURGERY SPECIALISTS, P.A. (the "Corporation")

ARTICLE II

Purpose

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida. The specific nature of the business is to practice medicine.

ARTICLE III

Duration

The period of existence of the Corporation is perpetual.

ARTICLE IV

Principal Office; Mailing Address

The mailing address and location of the principal office of the Corporation is 773 Douglas Avenue, Altamonte Springs, Florida 32714. The location of the principal office shall be subject to change as may be provided in the Corporation's bylaws.

ARTICLE V

Initial Registered Office and Agent

The address of the initial registered office of the Corporation is The Greenleaf Building, Third Floor, 200 Laura Street, Jacksonville, Florida 32201-0240, and the initial registered agent at such address is F & L Corp.

ARTICLE VI

Authorized Shares

The aggregate number of shares the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, \$0.01 par value per share.

ARTICLE VII

Directors

The number of directors of the Corporation shall be fixed from time to time by resolution of the board of directors, but shall never be less than one (1). The initial director of the Corporation shall be David V. Poole, M.D.

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the Corporation is: Jennifer S. Brown, c/o Foley & Lardner, 111 North Orange Avenue, P.O. Box 2193, Orlando, Florida 32802-2193.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 28th day of May, 1996.


Jennifer S. Brown, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28th day of May, 1996, by Jennifer S. Brown. Such person did not take an oath and: *(notary must check applicable box)*

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced _____ as identification.

{Notary Seal must be affixed}

Sarah E. Baty
Signature of Notary

SARAH E. BATY
Name of Notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): _____
My Commission Expires (if not legible on seal): _____



SARAH E. BATY
MY COMMISSION # CC478964 EXPIRES
October 23, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF APPOINTMENT BY
INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505 of the Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the corporation.

DATED this 28th day of May, 1996.

F & L CORP.,
a Wisconsin corporation

By: 
John A. Sanders, Agent

FILED
96 MAY 29 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F & L CORP.

Consent of Sole Shareholder

The following resolution is hereby adopted by the undersigned, being the sole shareholder of F & L Corp., a Wisconsin corporation ("Corporation").

RESOLVED, that the following partners of Foley & Lardner are hereby authorized to execute and deliver on behalf of the Corporation all such documents as may be required in connection with the Corporation's serving as registered agent for domestic and foreign corporations and limited partnerships in the State of Florida:

Edmund T. Baxa, Jr.
John R. Dawson
Michael W. Grebe
Charles V. Hedrick
William D. King
David M. Rieth
John A. Sanders
William P. Sklar
Martin A. Traber
Richard A. Weiss

Dated: August 1, 1995

FOLEY & LARDNER

By: 

Michael W. Grebe
Chairman and Chief Executive
Officer

MURRAY J. HINER, PA
MILK MICAL, PA
JERRYMA A. HINTON, PA
PATRICIA LEMPO, PA
C. BEN MANN, PA
BENNETT J. MATTSON, PA
NICHOLAS M. MCFARLAND, PA
C. JAYNE BRUNN, M, PA
P. VERNON BENNETT
MARVIN S. CAMEL, PA
C. THOMAS HOLTZ, PA
ARVIN J. JAYNE, PA
M. STEPHEN TURNER, PA
RALPH C. DAVILLO, PA
JONAS L. MANNHEIMER, PA
MICHAEL S. PHEAS, PA
MICHAEL A. TUBBIN, PA
ANTHONY W. PALMA, PA
ANDREW D. BARKIN
STEPHEN B. STRATTON, PA
JAMES H. WATKINS, PA
JAMES C. PHILLIPS, PA
ALAN B. JENNAMAN, PA
JENNIFER L. IMPERATO, PA
JANICE MILLER, PA

ARNOLD LUTHER, F.A.
 BENJAMIN (BEN) KENNEDY, F.A.
 BARNARD, J. JENNINGS, F.A.
 BENTON, W. HENRY, F.A.
 BENTON, F. CLARENCE
 AMMON, F. W. MARSH, F.A.
 MARR, F. ALBERT
 THOMPSON, C. LORRAINE
 PRITCH, M. CAROL, L.D.
 JACK, S. BLAU, F.A.
 VERONICA KATHY, KENNEDY, F.A.
 JAMES E. BOGARD, F.A.
 JOHN A. BANTLEY, JR., F.A.
 NINA S. DORRISIN, F.A.
 STEVEN ELLIOT
 AMY S. WELSHMERE, F.A.
 MICHAEL J. KENNEDY, F.A.
 RONALD M. CLARK, F.A.
 RICHARD N. WILLIAM, F.A.
 JEROME H. MILLER, F.A.
 ANNE MARYCE REAGAN, F.A.
 JEFFREY BUNNEDIN, F.A.
 DALE S. BRIDMAN, F.A.
 MARGARET S. HARRIS, F.A.
 ROBERT E. KENNEDY, F.A.

BATHURST L. SMITH, JR., P.A.
MICHAEL P. BONNETT, P.A.
THOMAS J. MURPHY, JR., P.A.
MARY JOHNSON, P.A.
MARIE PIERRE BLOCH, P.A.
JANET W. KENNEDY, P.A.
JOY ALLAN
JANALYN INTERMUN
HUTCHESON
HARRIS J. MITCHELL
BARBARA ANN CAMPBELL
MICHAEL R. HUGHES
ROY S. ROBERTS
J. BRIAN BAKER
MICHAEL P. MOSE, JR.
C. CHRISTOPHER KILLER
RICHARD J. DODD
DOUGLAS H. STANTON
CLARY E. LEONARD
DAVID J. POWERS
JONATHAN J. ELLIS
GUNTHER CRICK, JR.
KATHARINE CARTER
DAVID L. KARIAN
JANE B. PALMER

BURDET F. MAJEST
BUTIN F. WOOD
BURNER A. BROWN
CASAR F. CARL (CAR)
CLARK H. H. HEN
DINE F. FINE (FIN)
ESTER F. ESTER (EST)
JOHAN AND M. J. JAHN
LINDA C. PHAZE
STINE WASHINGTON
BUNNIE KICHMAN
BRYAN B. BUTTAN
MICHAEL MANTHO
LINTON F. PHILING
DAVID A. BURGERS
DAVID F. LEON
SHERA B. BUTTER
JANA M. YAW
CARL B. BROWN
HOWARD B. BROWN
ANDREA F. TAYLOR
CAROLIN MONTANU
LIAM M. (LION) GUZZ
THEOM L. LUTMAN
MANUEL B. VALCARLOS IV

SOUTH 1100
390 NORTH GRAND AVENUE
ORLANDO, FLORIDA 32801
IN Box 4961 (32802-4961)
(407) 839-4200
FAX (407) 425-8377

DECEASED
HILFARD BRAD
ALVIN CARROLL
MORRIS BRAD, PA
E RUTON BRADLEY
WILLIAM B. BOWMAN, JR., PA
WANDA L. BROWN
ALAN M. GRIEGLICH
KENNETH RUDMAN
WILLIAM P. BURNS
HUGH LAURENCE
HAYNOR LAMERSON

***** 7,110 ***** 6,140

RE: *Cosmetic Plastic Surgery Specialists, P.A. (Document # P96000045411)*

of Registered,
of \$35.00 in

Please acknowledge receipt and filing of the enclosed Statement of Change by stamping and returning to the undersigned the enclosed copy of this letter. A self-addressed envelope is enclosed for your convenience in this regard.

Very truly yours,

Howard M. Robinson, Esq.

HMR:bd
Enclosure

r:\health\20973\0001\hmrhj08.13a
970812 - 4:57pm

OTHER OFFICES: BOCA RATON FT. LAUDERDALE MIAMI STUART TALLAHASSEE TAMPA WEST PALM BEACH



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1997

BROAD AND CASSEL
% HOWARD ROBINSON
P.O. BOX 4961
ORLANDO, FL 32801

SUBJECT: COSMETIC PLASTIC SURGERY SPECIALISTS, P.A.
Ref. Number: P96000045411

We have received your document for COSMETIC PLASTIC SURGERY SPECIALISTS, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

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 (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 297A00042763

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

To the Secretary of State of the State of Florida:

Pursuant to the provisions of Sections 607.0502 or 621.13, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is COSMETIC PLASTIC SURGERY SPECIALISTS, P.A..
- 1b. Date of Incorporation: May 29, 1996 Document Number: P96000045411
2. The name and address of the current registered agent and office:

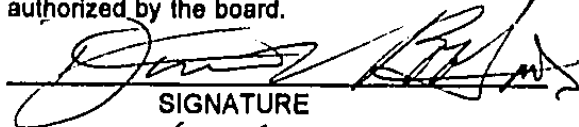
F&L Corp.
The Greenleaf Building, 3rd Floor, 200 Laura Street,
Jacksonville, FL 32801

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

B&C Corporate Services of Central Florida, Inc.
390 N. Orange Ave., Suite 1100
Orlando, FL 32801

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

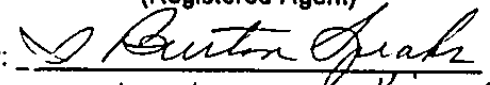

SIGNATURE

DAVID V. PICKE M.D.
Typed or printed name and title PRESIDENT

7/30/97
DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

B& C Corporate Services of Central Florida, Inc.
(Registered Agent)

By: 
Date: 8/12/97 Vice President
I. Burton Spraker