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PRINCETON, NJ 08540
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 051460 86096A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 13, 1996

ORDER TIME : 9:51 AM

ORDER NO. : 051460

CUSTOMER NO: 86096A

CUSTOMER: Michael A. Pyle, Esq
KENNEDY & PYLE, P.A.

687 Beville Road, Suite A

South Daytona, FL 32119

DOMESTIC FILING

NAME: HALIFAX CLINICAL RESEARCH
CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

8/13/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 13 PM 1:19

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RECEIVED
96 AUG 13 AM 10:43
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 13 PM 1:19

ARTICLES OF INCORPORATION

OF

HALIFAX CLINICAL RESEARCH CENTER, INC.

The undersigned, acting as incorporator of a corporation, hereby adopts the following Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Halifax Clinical Research Center, Inc., and the principal office address is 335 Lakeshore Drive, Daytona Beach, Florida 32114.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock, each share having the par

value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

KAREN P. CALDWELL
335 LAKESHORE DRIVE
DAYTONA BEACH, FLORIDA 32114

ARTICLE V - BOARD OF DIRECTORS

This Corporation shall have One director initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VI - INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Name

Address

Jacques R. Caldwell, M.D.

335 Lakeshore Drive
Daytona Beach, FL 32114

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Jacques R. Caldwell, M.D.
335 Lakeshore Drive
Daytona Beach, FL 32114

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a shareholders' meeting by a majority of the stock entitled to vote, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation under the laws of the State of Florida, this 29th day of July, 1996

By: 

Jacques R. Caldwell, M.D.

STATE OF FLORIDA

COUNTY OF VOLUSIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 13 PM 1:19

The foregoing instrument was acknowledged before me this 29th day of July 1998 by Jacques R. Caldwell, M.D. who is personally known to me and who did not take an oath.



"OFFICIAL SEAL"
Thomas P. Hamill
My Commission Expires 10/9/99
Commission #CO 500306

Thomas P. Hamill
Notary Public

THOMAS P. HAMILL

(Printed Name)

My Commission Expires: 10/9/99

ACCEPTANCE OF DESIGNATION

The undersigned, having been named Registered Agent to accept service of process for the above stated Corporation, at the place designated in the above Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office, and is familiar with and accepts the obligations provided in Section 607.325, Florida Statutes.

Karen P. Caldwell
Karen P. Caldwell