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LAW OFFICES  
DONALD W. WEIDNER  
PROFESSIONAL ASSOCIATION

DONALD W. WEIDNER  
ROBERT L. WORTLEMAN  
ROSECCA NIKITA ZIMA

10161 CENTURION PARKWAY NORTH, SUITE 100  
JACKSONVILLE, FLORIDA 32256  
TELEPHONE (904) 641-0000  
FACSIMILE (904) 641-0700

CRYSTAL H. RINDER,  
ADMINISTRATOR

August 12, 1996

Attention: New Filings  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
8-9-96

700001920987  
-08/13/96--01166--007  
\*\*\*\*122.50 \*\*\*\*122.50


Re: Filing of Articles of Incorporation for Philadelphia Enterprises, Inc.  
Client Number: 96171

Dear Division of Corporations:

Please find enclosed an original of the Philadelphia Enterprises, Inc. Articles of Incorporation and a check in the amount of \$122.50 made payable to "Secretary of State". Please file the same and return all correspondence to the above entitled firm to my attention.

Thank you for your cooperation.

Sincerely,

  
Donald W. Weidner, Esquire

RECEIVED  
SECRETARY OF STATE, LTR

FILED  
96 AUG 16 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-19-96  
KR

**LAW OFFICES**  
**DONALD W. WEIDNER**  
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1014 CENTURION PARKWAY NORTH, SUITE 100  
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TELEPHONE (904) 641-0300  
FACSIMILE (904) 641-0760

CRYSTAL H. RUTER,  
ADMINISTRATOR

August 15, 1996

Attention: Kimberly Rolfe  
New Filings  
Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

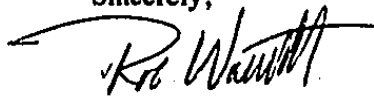
Re: Filing of Articles of Incorporation for **Philadelphia Enterprises, Inc.**  
Client Number: 96171

Dear Ms. Rolfe:

Please find enclosed an original of the **Philadelphia Enterprises, Inc.** Articles of Incorporation to be substituted for the Articles of Incorporation that were sent to you previously. Our check in the amount of \$122.50 made payable to "Secretary of State" was included with our first Articles. Please file the same and return all correspondence to the above entitled firm to my attention.

Thank you for your cooperation and especially for your help with the substitution.

Sincerely,



Robert L. Wortelboer, Esquire

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

PHILADELPHIA ENTERPRISES, INC.

EFFECTIVE DATE  
8-9-96

FILED  
96 AUG 16 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

### ARTICLE I

#### Name

**Section 1.1. Name.** The name of this corporation is Philadelphia Enterprises, Inc. and the address is 833 N.W. 124th Drive, Newberry, Florida 32669.

### ARTICLE II

#### Duration

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

### ARTICLE III

#### Purpose

**Section 3.1. Purposes.** This corporation is organized for the purpose of engaging in every phase and aspect of the business of operating allergy, sinus and asthma centers and for such other purposes as the Board of Directors shall approve.

This corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or country. It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

### ARTICLE IV

#### Capital Stock

**Section 4.1. Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares having a par value of one dollar per share.

**Section 4.2. Restrictions on Transfer of Stock.** The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

## **ARTICLE V**

### **Initial Registered Office and Agent**

**Section 5.1. Name and Address.** The street address of the initial registered office of this corporation is **Donald W. Weldner, P.A., 10161 Centurian Parkway North, Suite 190, Jacksonville, FL 32256** and the name of the initial registered agent of this corporation at that address is **Donald W. Weldner, Esquire.**

## **ARTICLE VI**

### **Directors**

**Section 6.1. Number.** This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws.

**Section 6.2. Compensation.** The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their service as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of this corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

**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 VII**

### **Bylaws**

**Section 7.1. Bylaws.** The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, 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 VIII

## **Incorporator**

## ARTICLE IX

### Amendment

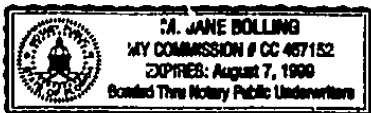
## Dissolution

27. 11.11.2011

**Donald W. Weidner, Esquire**

**STATE OF FLORIDA** )

**COUNTY OF DUVAL**



**Notary Public, State of Florida**

at Large.

My Commission Expires: 8-7-99

**Certificate Designating or Changing Place  
of Business or Domicile for the Service of Process  
Within This State, Naming Agent Upon  
Whom Process May Be Served**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **Philadelphia Enterprises, Inc.** a Florida Corporation, with its principal office as indicated in the Articles of Incorporation has named **Donald W. Weidner** at **Donald W. Weidner, P.A., 10161 Centurion Parkway North, Suite 190, Jacksonville, FL 32256** its agent to accept service of process within this State.

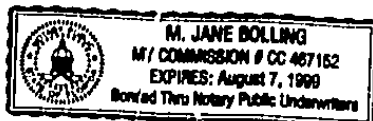
Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said act relative to keeping open said office.



**Donald W. Weidner, Esquire**

STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DUVAL     )

**SWORN TO AND SUBSCRIBED** before me by Donald W. Weidner, Esquire this 15th day of August, 1996.



  
**Notary Public**  
**State of Florida At Large**

My commission expires: **8-7-99**

FILED  
96 AUG 16 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE**

I hereby agree to act as registered agent for **Philadelphia Enterprises, Inc.** as stated in the Articles of Incorporation of said Corporation.



**Donald W. Weldner, Esquire**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA