

**ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON**  
**CHARTERED**

**ATTORNEYS AND COUNSELORS AT LAW**

**HARNETT BANK CENTER**  
**240 SOUTH PINEAPPLE AVENUE**  
**P.O. BOX 49948**  
**SARASOTA, FLORIDA 34230-4948**

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**FAX (941) 366-3999**

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**ANTHONY J. ABEL**  
**SARALYN ABEL**  
**DAVID S. BAND**  
**KATHRYN ANGELO CARR**  
**STEVEN J. CHASE**  
**RONALD L. COLLIER**  
**DALIS S. DAVIDSON**  
**JOHN A. GARNER**

**HARVEY J. ABEL**

**CHERYL L. GORDON**  
**SCOTT B. GORDON**  
**MARK D. HILDRETH**  
**WILLIAM R. KOPF**  
**CHRISTINE EDWARDS LAMIA**  
**MANK W. McFALL**  
**BRADLEY D. MAGEE**  
**GEORGE H. MAZZARANTANI**

**OF COUNSEL**

**RICHARD W. COONBY**

**JAN WALTERS PITCHFORD**  
**MALCOLM J. PITCHFORD**  
**JEFFREY S. RUSSELL**  
**MICHAEL S. TAAPFI**  
**WM. JERRE TOLTON, III**  
**DAVID S. WATSON**  
**JOHN W. WIST III**  
**PHILIP C. ZIMMERMAN**

**JOHNSON S. SAVARY**

**E-Mail: abelband@gate.net**

**ADDITIONAL JURISDICTIONS**

**DAVID S. BAND-WASH, DC & MD**  
**RONALD L. COLLIER-PA & NJ**  
**ANTHONY J. ABEL-IL**  
**STEVEN J. CHASE-CA**  
**MICHAEL S. TAAPFI-NY & NY**  
**MANK W. McFALL-TX**  
**BRADLEY D. MAGEE-OH & TN**  
**PHILIP C. ZIMMERMAN-CO**  
**JOHN A. GARNER-IN & GA**  
**DAVID S. WATSON-PA**  
**SCOTT B. GORDON-OH**  
**RICHARD W. COONBY-NY**  
**JOHN W. WIST III-DC**  
**DALIS S. DAVIDSON-NC**

**\*Board Certified Real Estate Lawyer**  
**\*\*Board Certified Civil Trial Lawyer**  
**\*\*\*Board Certified Business Bankruptcy Law**  
**American Bankruptcy Board of**  
**Certification**

**6800-1**

**Please refer to our file number:**

**(941) 364-2728**

**Writer's direct line:**

**Sarasota**

**Reply to:**

**August 23, 1996**

**Bureau of Corporate Records**  
**Division of Corporations**  
**P. O. Box 6327**  
**Tallahassee, Florida 32314**

**300001933463**  
**-08/27/96--01139--019**  
**\*\*\*\*122.50 \*\*\*\*122.50**

**Re: Southwest Pain Medicine Physicians, P.A.**

**Dear Sir or Madam:**

Enclosed please find original and duplicate of Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation	\$35.00
Certified Copy of Articles	52.50
Registered Agent	35.00

We would appreciate your returning to us a certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

Very truly yours,

**ABEL, BAND, RUSSELL, COLLIER,  
 PITCHFORD & GORDON, CHARTERED**

By:

*Rebecca J. Kennedy*  
**Rebecca J. Kennedy, C.L.A.**  
**Certified Legal Assistant**

/bjk  
 Enclosures

ARTICLES OF INCORPORATION  
OF

SOUTHWEST PAIN MEDICINE PHYSICIANS, P.A.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

SOUTHWEST PAIN MEDICINE PHYSICIANS, P.A.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in the practice of medicine and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

240 S. Pineapple Avenue  
10th Floor  
Sarasota, Florida 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and the street address of the registered office of this Corporation is:

Michael S. Taaffe	240 S. Pineapple Avenue 10th Floor Sarasota, Florida 34236
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ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

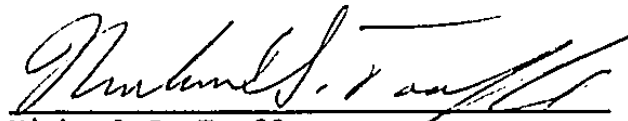
Michael S. Taaffe	240 S. Pineapple Avenue 10th Floor Sarasota, Florida 34236
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The undersigned has executed these Articles this 21 day  
of Aug, 1996.

  
Michael S. Taaffe  
"INCORPORATOR"

Having been named as Registered Agent and to accept service of  
process for SOUTHWEST PAIN MEDICINE PHYSICIANS, P.A. at the place  
designated in the Articles, 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.

Aug 21, 1996  
Date

  
Michael S. Taaffe  
Registered Agent

FILED  
55 AUG 26 PM 2:19  
TALLAHASSEE, FLORIDA

**P96000071707**  
**ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON**  
**CHARTERED**

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 FAX (941) 337-0066

TAMM CENTER  
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 \*\*Board Certified Civil Trial Lawyer  
 \*\*\*Board Certified Business Bankruptcy Law  
 American Bankruptcy Board of Certification

Please refer to our file number:

6888-1  
 Writer's direct line:

(941) 344-2786  
 Reply to: Sarasota

October 2, 1996

Bureau of Corporate Records  
 Division of Corporations  
 P. O. Box 6327  
 Tallahassee, Florida 32314

100001965941  
 -10/04/96--01116--008  
 \*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Southwest Pain Medicine Physicians, P.A.

Dear Sir or Madam:

Enclosed please find an original Statement of Change of Registered Office and Registered Agent for filing. I have also enclosed a check in the amount of \$35.00 to cover the filing fee.

We would appreciate your returning to us an acknowledgement of this filing in the enclosed, self-addressed envelope.

Thank you for your attention to this matter.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER,  
 PITCHFORD & GORDON, CHARTERED

By: *Rebecca J. Kennedy*  
 Rebecca J. Kennedy,  
 Certified Legal Assistant

/bjk  
 Enclosures

SH 10/4

FILED  
 OCT -4 AM 9:31  
 TALLAHASSEE, FLORIDA  
 SECRETARY OF STATE

Charter No. P96000071707

Date Filed 08-26-96

## STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Southwest Pain Medicine Physicians, P.A.

2. The name and address of its present registered agent is:

Michael S. Taaffe  
240 S. Pineapple Ave., 10th Floor  
Sarasota, Florida 34236

3. The name and street address to which its registered agent is to be changed is:  
(P.O. BOX NOT ACCEPTABLE)

Laura Yard

775 The Rialto

Venice, FL 34285

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

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

Laura Yard

(Typed or printed name and title)

Signature 

(President or Vice President)

Date 10/2/96

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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Laura Yard

Signature 

(Agent)

Date 10/2/96

FILED  
96 OCT -4 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA