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DIVISION OF CORPORATION

PENSACOLA SERVICES ACCOUNT NO. : 07210000  
REFERENCE : 072411 1299A  
AUTHORIZATION :  
COST LIMIT : \$ PREPAID

ORDER DATE : September 3, 1996  
ORDER TIME : 9:42 AM  
ORDER NO. : 072411  
CUSTOMER NO: 1299A

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CUSTOMER: Robert L. Stone, Esq.  
CLARK PARTINGTON HART LARRY  
BOND STACKHOUSE & STONE  
P.o. Box 13010  
Pensacola, FL 32591

DOMESTIC FILING

NAME: GULF COAST HEART NETWORK, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez  
EXAMINER'S INITIALS:

*VP*  
*9/3/96*

95 SEP -3 PM 12:41  
FILED STATE  
SECRETARY OF CORPORATIONS  
PENSACOLA, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GULF COAST HEART NETWORK, INC.**

FILED  
STATE  
DIVISION OF CORPORATIONS  
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The undersigned incorporators, D. BRUCE MCCRAW, M.D., RODNEY POWELL, M.D. and MARK KATZENSTEIN, M.D., natural persons competent to contract, heroby present these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

**ARTICLE I - NAME**

The name of this corporation is GULF COAST HEART NETWORK, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of the corporation is 8333 North Davis Highway, Pensacola, Florida 32514.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock.

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK**

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to

other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation shall be 8333 North Davis Highway, Pensacola, Florida 32514, and the name of the initial registered agent of this corporation at that address is D. Bruce McCraw, M.D.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than three (3) nor more than seven (7). The names and addresses of the initial directors of this corporation are:

1. D. Bruce McCraw, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
2. Rodney Powell, M.D., 906 B MarWalt Drive, Fort Walton Beach, Florida 32547
3. Mark Katzenstein, M.D., 103 West College Boulevard, Suite 1, Niceville, Florida 32575
4. Mark C. Branco, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
5. Dan F. Phillips, M.D., 8333 North Davis Highway, Pensacola, Florida 32514

**ARTICLE IX - INCORPORATORS**

The names and addresses of the persons signing these Articles are:

1. D. Bruce McCraw, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
2. Rodney Powell, M.D., 906 B MarWalt Drive, Fort Walton Beach, Florida 32547
3. Mark Katzenstein, M.D., 103 West College Boulevard, Suite 1, Niceville, Florida 32575

**ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE**

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.

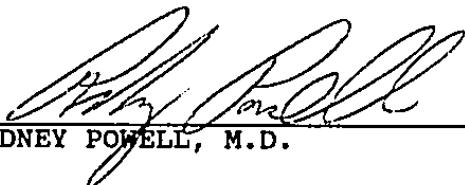
**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 30<sup>th</sup> day of September, 1996.

**INCORPORATORS:**

  
D. BRUCE MCCRAW, M.D.

  
RODNEY POWELL, M.D.

  
MARK KATZENSTEIN, M.D.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of GULF COAST HEART NETWORK, INC. Further, I am familiar with and accept the duties and obligations of such designation.

  
D. BRUCE MCCRAW, M.D.