

P96000073576
Brown S Webb
Requestor's Name

2422 KENNEDY LANE
Address

Tallahassee FL 32308
City/State/Zip

662-3890
Phone #

0000001 540048
-00/05/90--01072--011
****140.00 ****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Patients First East, INC.
(Corporation Name) (Document #)

2. ~~Patients First East, INC.~~
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in
☐ Mail out

☐ Pick up time
☐ Will wait

☐ Photocopy

☐ Certified Copy

☐ Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

FILED STATE
SECRETARY OF CORPORATIONS
56 SEP -5 PM 1:01
TALLAHASSEE, FL
56 SEP -5 PM 12:31
OFFICE OF CORPORATION

SECRET
DIVISION OF CORPORATIONS
FILED
STATE
96 SEP -5 PM 1:01

**ARTICLES OF INCORPORATION
OF
PATIENTS FIRST EAST, INC.**

The undersigned Incorporators hereby file these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

**ARTICLE I.
Name and Principal Office**

The name of this Corporation shall be **PATIENTS FIRST EAST, INC.** The principal place of business and mailing address of this Corporation is 2907 Kerry Forest Parkway, Tallahassee, Florida.

**ARTICLE II.
Nature of Business**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE III.
Stock**

The authorized capital stock of this Corporation shall consist of 5000 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights

of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.
Incorporators**

The names and street addresses of the Incorporators of this Corporation are as follows:

| | |
|----------------------|---|
| Royce R. Spring, II. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Brian S. Webb | 2907 Kerry Forest Parkway Tallahassee, Florida |

**ARTICLE VI.
Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VII.
Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 2907 Kerry Forest Parkway, Tallahassee, Florida. The name of the initial Registered Agent of the Corporation at the above address shall be Brian S. Webb. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have no less than one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of nine (9) persons. The name and street address of the member of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until his/her successor is elected is as follows:

| | |
|----------------------------|---|
| Thomas L. Hicks, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Ashley Lane Janney, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Richard W. Mathews, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| R. Suzanne Morgan, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Daniel Brett Perkins, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| William J. Placilla, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Randy R. Reese, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Royce R. Spring, II. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Brian S. Webb | 2907 Kerry Forest Parkway Tallahassee, Florida |

**ARTICLE X.
Officers**

The Corporation shall have a president, a secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

| | Name | Address |
|-----------|----------------------------|---|
| President | Brian S. Webb | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Secretary | Ashley Lane Janney, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |
| Treasurer | Daniel Brett Perkins, M.D. | 2907 Kerry Forest Parkway Tallahassee, Florida |

**ARTICLE XI.
Transactions In Which Directors
Or Officers Are Interested**

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

ARTICLE XII. Financial Information

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders. Nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

ARTICLE XIII.
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporators to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 4th day of September, 1996.

Royce R. Spring, II

Royce R. Spring, II
Incorporator

Brian S. Webb

Brian S. Webb
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 4th day of SEPTEMBER, 1996, by Royce R. Spring, II, who is personally known to me and who did not take an oath.

Anna L. Stinson
Signature of Notary Public

Notary Seal/Stamp:



ANNA L. STINSON
MY COMMISSION # 00460064 EXPIRES
May 23, 1999
EGGED RUDY TRUY EAST INSURANCE, INC.

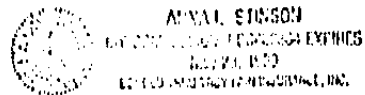
STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 4th
day of September, 1996, by Brian S. Webb, who is personally
known to me and who did not take an oath.



Signature of Notary Public

Notary Seal/Stamp:

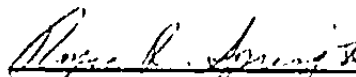


CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP -5 PM 1:01

In compliance with Florida Statutes, Sections 48.091 and
607.0501, the following is submitted:

PATIENTS FIRST EAST, INC. desiring to organize as a
corporation under the laws of the state of Florida, has designated
2907 Kerry Forest Parkway, Tallahassee, Florida, as its initial
registered office and has named Brian S. Webb, located at said
address, as its initial Registered Agent.



Royce R. Spring, II
Incorporator
Date: September 4th, 1996



Brian S. Webb
Incorporator
Date: September 4th, 1996

Having been named Registered Agent and to accept service of
process for the above-stated corporation at the place designated in
this certificate, the undersigned hereby accepts said appointment
and agrees to act in this capacity. The undersigned further agrees
to comply with the provisions of all statutes relating to the
proper and complete performance of his duties and is familiar with
and accepts the obligations of his position as Registered Agent.



BRIAN S. WEBB
Registered Agent
Date: September __, 1996