RE:

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THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

OF

FERDINAND F. BECKER, M.D., P.A.

The undersigned natural person, competent and licensed to practice medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

- The name of this corporation shall be FERDINAND F. BECKER, M.D., P.A. Α.
- B. The principal office of this corporation shall be 777 37th Street, Suite C-101, Vero Beach, Florida 32960.
- C. The mailing address of this corporation shall be 777 37th Street, Suite C-101, Vero Beach, Florida 32960.

ARTICLE II

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- Α. To engage in every aspect in the practice of medicine, and all its fields of specializations, as are engaged in by doctors of medicine.
- B. To engage and render the professional services involved only through its officers, agents and employees who shall be doctors of medicine in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

- D. To engage in no other business other than the rendition of the professional services specified herein.
- E. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

- A. This corporation has the authority to issue ten thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- C. Shares of the corporation's stock and certificates shall be issued only to doctors of medicine in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE V

This corporation is to exist perpetually.

VERO BEACH FLORIDA

KOVAL & LANIER P.A.

BLANTON

HENDERSON

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is 777 37th Street, Suite C-101, Vero Beach, Florida 32960. The Board of Directors may from

time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VIII

The name and street address of the incorporator are:

Ferdinand F. Becker, M.D.

777 37th Street, Suite C-101 Vero Beach, FL 32960

ARTICLE IX

The name and street address of the sole member of the first Board of Directors are:

Ferdinand F. Becker, M.D.

777 37th Street, Suite C-101 Vero Beach, FL 32960

This director shall hold office until the first annual meeting or until his successor is elected or appointed and qualified as provided in the By-Laws.

ARTICLE X

The name and address of the incorporator is Ferdinand F. Becker, 777 37th Street, Suite C-101, Vero Beach, Florida 32960.

ARTICLE XI

The registered agent for service of process within this state shall be Charles E. Garris, whose street address is 817 Beachland Boulevard, Vero Beach, Florida 32963.

ARTICLE XII

Any action of the shareholders of this corporation may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by a majority of all

II MOSS HENDERSON BLANTON KOVAL & LANIER P.A. VERO BEACH FLOI

shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as a part of the corporate records.

ARTICLE XIII

The corporation shall indemnify any officer, director, or any former officer or director to the full extent permitted by the laws of the State of Florida.

ARTICLE XIV

The power to adopt, alter, amend or repeal Bylaws for this corporation shall be vested in the Board of Directors, provided any such Bylaw shall be in compliance with the laws of the State of Florida governing a professional service corporation.

FERDINAND F. BECKER, Incorporator

STATE OF FLORIDA COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared FERDINAND F. BECKER, who executed the foregoing Articles of Incorporation as the incorporator and acknowledged to me that he executed the same for the uses and purposes therein mentioned and set forth this

Michele Krause Jarves

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Notary Public, State of Florida

Commission No. CC 542773

My Commission Expires 04/19/00 (

1 see 1-Mary Public & Bessey Co. (

(Print, type, or stamp commissioned name of notary public)

Personally known _____ or produced identification _____

Type of identification produced _____

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated this ____

- MOSS. HENDERSON, BLANTON, KOVAL & LANIER, P.A., VERO BEACH, FLORIDA

___ day of __

CHARLES E. GA Registered Agent