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A Partnership of Professional Associations

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February 19, 1997

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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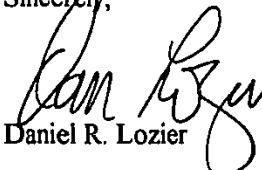
RE: **Parker City Clinic, P.A.**

Dear Sir or Madam:

Enclosed for filing on behalf of the above-referenced corporation is an original and one copy of the Articles of Incorporation. Once this document has been filed, please return to us a certified copy of same. Enclosed is our firm's check in the amount of \$122.50 to cover the filing fee.

Should you have any questions regarding any of this, please feel free to call me.

Sincerely,


Daniel R. Lozier

FILED
97 FEB 24 AM 9:55
TALLAHASSEE, FLORIDA

DRL/dm

Enclosures

cc: Ashok N. Pandit (without encl.)

FEB 27 11:55B

BAC LTD

ARTICLES OF INCORPORATION
OF
PARKER CITY CLINIC, P.A.

FILED
97 FEB 24 AM 9:55
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, who desires to form a professional service corporation in accordance with Chapters 621 and 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I- NAME

The name of the Corporation shall be Parker City Clinic, P.A.

ARTICLE II- PURPOSES & LIMITATIONS

The purpose for which the Corporation is organized is to practice the profession of medicine. Additional purposes for which the Corporation is organized are to engage in any and all other activities for which a professional service corporation may be organized in Florida, subject always to limitations of Florida law. The Corporation and the shareholders are not authorized to engage in any activity or take any action expressly forbidden by Florida law.

ARTICLE III- DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV- CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 10,000 shares, all of which shall be voting common shares with par value of \$0.10 per share.

The Corporation is not authorized to issue any of said stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation is incorporated, nor shall any of said stock be alienated by any shareholder of the Corporation to any person who is not duly licensed or otherwise legally

authorized to render the same professional services as those for which the Corporation is incorporated.

ARTICLE V- REGISTERED OFFICE AND AGENT

The address of the initial registered office, the mailing address, and the principal office of the Corporation in this State is 125 West Romana Street, Suite 224, Pensacola, Florida 32501. The initial registered agent at said registered office is Daniel R. Lozier.

ARTICLE VI- INCORPORATORS

The name and address of the incorporator is:

NAME
Daniel R. Lozier

ADDRESS
125 West Romana Street, Suite 224
Pensacola, Florida 32501

ARTICLE VII- BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The name and address of the first member of the Board of Directors is:

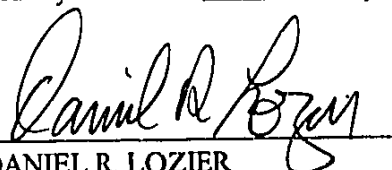
NAME
Ashok Narayan Pandit

ADDRESS
236 Tyndall Street, Panama City, Florida

ARTICLE VIII- AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 18th day of February, 1997.



DANIEL R. LOZIER
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18th day of February, 1997,
by DANIEL R. LOZIER, who is personally known to me or has produced a driver's license as
identification and who has taken an oath.



J Kurt Kaple
My Commission CC614009
Expires January 15, 2001

Notary Public
Commission No.: CC614009
My Commission Expires: 1/15/2001

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, the undersigned, being the person named as Registered Agent of Parker City Clinic, P.A.,
a Florida professional service corporation, hereby certify that I am familiar with the obligations
provided for in Florida Statutes §607.325 and hereby accept the appointment of Registered Agent
and hereby accept said obligations.

DATED: February 18th, 1997

DANIEL R. LOZIER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 18th day of February, 1997,
by Daniel R. Lozier, who is personally known to me or who has produced a driver's license as
identification and who has taken an oath.



J Kurt Kaple
My Commission CC614009
Expires January 15, 2001

Notary Public
Commission No.: CC614009
M Commission Expires: 1/15/2001

FILED
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