

**P 970000 45602**  
CORPORATE Contact **DEBORAH SCHRODER** *give to PAS*

**RESUBMIT**  
Please give original  
submission date as file

**0002186367--8**

**CORPORATION SERVICE COMPANY**

(Requestor's Name)

**1201 Hays Street**

(Address)

(904)

**Tallahassee, FL 32301 222-9171**

(City, State, Zip)

(Phone #) Ext. 149

**OFFICE USE ONLY**

CIS Acct. # **Emanuel Sheppard & Condon Patricia Pizito**

CIS Order # **399653**

AUTHORIZATION #072100000032

**\$122.50**

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

1. **Shirley A. Simmons, M.D., P.A.**  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

<input checked="" type="checkbox"/> Profit
NonProfit
Limited Liability
Domestication
Other

**AMENDMENTS**

Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

**OTHER FILINGS**

Annual Report
Fictitious Name
Name Reservation

**REGISTRATION/QUALIFICATION**

Foreign
Limited Partnership
Reinstatement
Trademark
Other

*RM - CSC to  
prepay all fees*

**MAY 21 1997**

*Called CSC Kathy,  
checked last pages  
PA's name.*

Examiner's Initials

**RECEIVED  
97 MAY 21 AM 9:53**

**ARTICLES OF INCORPORATION  
OF  
SHIRLEY A. SIMMONS, M.D., P.A.**

FILED  
97 JUL 21 AM 11:55  
TALLAHASSEE  
FLORIDA

The undersigned natural person, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME OF CORPORATION**

The name of the corporation shall be Shirley A. Simmons, M.D., P.A.

**ARTICLE II**

**PURPOSES**

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

- A. To engage in every aspect in the practice of Family Medicine and related services necessary and incidental thereto, and all its fields of specialization, as are engaged in by duly authorized and licensed Family Physicians within the State of Florida.
- B. To engage and render the professional services involved only through its officers, agents, and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- C. To invest its funds in real estate, mortgages, stocks, bonds and any other types of investments permitted by law.

D. To engage in no other business other than the renditions 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**

#### **CAPITAL STOCK**

A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock at One Dollar (\$1.00) per share par value.

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 officers, agents, and employees who shall be 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 IV**

#### **DURATION**

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

#### **ARTICLE V**

##### **REGISTERED AGENT**

The address of this corporation's initial registered office is 9428 Navarre Parkway, Suite G, Navarre, Florida 32566 and the name of its initial registered agent at said address is Shirley A. Simmons. The principal office address of the corporation shall be the same.

#### **ARTICLE VI**

##### **INCORPORATOR**

The name and address of the incorporator is Shirley A. Simmons, M.D., 9428 Navarre Parkway, Suite G, Navarre, Florida 32566.

#### **ARTICLE VII**

##### **BOARD OF DIRECTORS**

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased from time to time by a resolution of the majority of the Shareholders, but never shall be less than one. The name and address of the initial Director of this corporation is: Shirley A. Simmons, M.D., 9428 Navarre Parkway, Suite G, Navarre, Florida 32566.

#### **ARTICLE VIII**

##### **INFORMAL ACTION OF SHAREHOLDER(S)**

##### **AND DIRECTOR(S)**

Any action of the Shareholder(s) or the Director(s) may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholder(s) or the Director(s), respectively, entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporation records.

## **ARTICLE IX**

### **SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, shareholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on the continued rendering of such professional services, he or she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any Shareholder(s), purchase such Shareholder's shares and pay to that Shareholder all amounts owing and lawfully due to him or her by the corporation, except that such shares shall not be entitled to dividends.

## **ARTICLE X**

### **INDEMNIFICATION**

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by law.

## **ARTICLE XI**

### **BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Shareholder(s), provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles  
of Incorporation in the State of Florida, this 11<sup>th</sup> day of May, 1997.

Shirley A. Simmons, M.D.  
Shirley A. Simmons, M.D.  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of May, 1997, by  
SHIRLEY A. SIMMONS, M.D., who personally appeared before me and who is personally known  
to me or who has produced Florida drivers license as identification.

Vann L. L. L.  
Notary Public, State of Florida

(AFFIX OFFICIAL SEAL)

**KRAMER LITVAK**  
"Notary Public State of FL"  
Comm Exp. March 9, 1999  
Comm No. CC 444417

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, SHIRLEY A. SIMMONS am familiar with and hereby accept the appointment as Registered Agent for SHIRLEY A. SIMMONS, M.D., P.A., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 19<sup>th</sup> day of May, 1997.

Shirley A. Simmons, M.D.  
SHIRLEY A. SIMMONS

NOTARY PUBLIC  
91 MAY 21 PM 11:55  
TALLAHASSEE, FLORIDA