# 

2737-A CAPITAL CIR NE Address

TALLA HASSON, FL32308 422-2775
City/State/Zip Phone #

Office Use Only

Examiner's Initials

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## ARTICLES OF INCORPORATION FOR

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WILLIAM F. McCOY, M.D., P.A.

SECTEMENT OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, to hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of incorporating WILLIAM F. McCOY, M.D, P.A. (hereafter the "Corporation") under the laws of the state of Florida.

### **ARTICLE I**

NAME: The name of the Corporation is: WILLIAM F. McCOY, M.D., P.A.

### **ARTICLE II**

PRINCIPAL OFFICE AND MAILING ADDRESS: The Corporation's principal office shall be located at 2737-A Capital Circle Northeast, Tallahassee, Florida 32308, and its mailing address shall be 2737-A Capital Circle Northeast, Tallahassee, Florida 32308.

### **ARTICLE III**

TERM OF EXISTENCE: The Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

### **ARTICLE IV**

GENERAL PURPOSES OF THE CORPORATION: The general purposes of the Corporation and the nature of the business to be transacted by the Corporation are to engage in any and all activities and exercise any and all powers, rights, and privileges for which a corporation may now or hereinafter be organized under the laws of the state of Florida. The Professional Association shall be engaged in the practice of medicine.

### **ARTICLE V**

CAPITAL STOCK: The maximum number of shares of any equity security that the Corporation is authorized to have outstanding at any time shall be five hundred (500) shares of common stock having a par value of one dollar (\$1.00) per share. The whole or any part of the common stock of the Corporation shall be payable in lawful money of the United States of America, or in property, labor, or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

### **ARTICLE VI**

REGISTERED AGENT AND INITIAL REGISTERED OFFICE: The initial registered

agent and the street address of the initial registered office of the Corporation shall be William F. McCoy, 2737-A Capital Circle Northeast, Tallahassee, Florida 32308. The Board of Directors may move the Registered Office to any other address in the state of Florida.

### **ARTICLE VII**

INDEMNIFICATION: The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the Corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the Corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the Corporation's Bylaws and shall not deviate therefrom without amending the Bylaws.

### **ARTICLE VIII**

**DIRECTORS**: The Corporation shall not have less than one (1) director initially. The number of directors may be increased or decreased by the Board of Directors, as expressed the Corporation's Bylaws, but shall never be less than one(1). A director is not required to meet any qualifications other than those required by the laws of the state of Florida. The name and address of the initial director are as follows: William F. McCoy, 2737-A Capital Circle Northeast, Tallahassee, Florida 32308.

### ARTICLE IX

INCORPORATOR: The name and street address of the person acting as the Incorporator of the Corporation are as follows: William F. McCoy, 2737-A Capital Circle Northeast, Tallahassee, Florida 32308.

### ARTICLE X

PREEMPTIVE RIGHTS: All holders of the Corporation's Common Stock shall have preemptive rights with respect to any stock, regardless of class or series, issued by the Corporation subsequent to the date on which any shareholder purchased his shares. The preemptive rights of each individual shareholder shall entitle the shareholder to purchase a percentage of the stock to be issued by the Corporation such that his proportionate ownership interest in the Corporation will remain the same.

### **ARTICLE XI**

COMPENSATION: The Board of Directors is authorized to set its own compensation and that of the officers of the Corporation, even though some members of the Board of Directors may also be officers, without any questions about conflicts of interest or any need to abstain from voting on compensation levels for officers.

# **ARTICLE XII**

AMENDMENT: These Articles of Incorporation may be amended as provided under the laws of the state of Florida and the Bylaws of the Corporation.
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this <u>6 +k</u> day of <u>J v N E</u> , 1997.
WILLIAM F. MCOY, M.D.
STATE OF FLORIDA COUNTY OF LEON  I CERTIFY that on the day of the undersigned notary, personally appeared WILLIAM F. McCOX, M.D., who is personally known to me and who is the individual described as the Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to the Articles of Incorporation.  WITNESS my hand and official seal this day of the Articles of Incorporation.  NOTARY PUBLIC



CLAIRE ANITA DUCKEMIN
MY COMMISSION # CC390490 EXPIRES
August 22, 1998
BOILED TIPU TROY FAM INBURNICE, INC.

# CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF

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SECILLA IN LANGUAGIATE TALLAHASSEE, FLORIDA

WILLIAM F. McCOY, M.D., P.A.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida, does hereby accept the appointment as such Registered Agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office which is located at:

2737-A Capital Circle Northeast Tallahassee, Florida 32308

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this <u>bullety</u> day of <u>June</u>, 1997.

By: Mu Coy , M P WILLIAM F. McCOY, M.D.