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SPACE COAST PHYSICIANS, INC.

P. O. Box 540430

Merritt Island, Florida 32954

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -9 PM 1:17

June 2, 1997

Division of Corporations

Filing Section

P. O. Box 6327

Tallahassee, FL 32314

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-06/09/97--01050--004

****122.50 ****122.50

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation for Space Coast Physicians, Inc., as well as the Certificate for Registered Agent.

Our check in the amount of \$122.50 is attached to facilitate the filing of these documents and a certified copy to be returned to this address:

801 Gardener Road, Rockledge, FL 32955

If you have any questions, please contact me at (407) 633-6737.

Lou Ann Weeks

Lou Ann Weeks

Administrative Assistant

*Wallace gave
permission to add
Ste. #1 to address
in Art. 5
5/10
6/10*

*5/10
6/10*

ARTICLES OF INCORPORATION
FOR
SPACE COAST PHYSICIANS, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, acting as Incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is **SPACE COAST PHYSICIANS, INC.**
2. **Duration.** The period of its duration is perpetual.
3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and State of Florida.
4. **Capital Stock.** The corporation is authorized to issue ten million (10,000,000) shares, all of voting Common Stock having a par value of one cent (\$0.01) per share.
5. **Initial Registered Office and Agent and the Principle Office.** The name and address of the initial registered agent and office and the principle office of this corporation is as follows:

Robert W. Traven
950 N. Courtenay Parkway, ~~Ste #1~~
Merritt Island, Florida 32954

6. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:


Robert W. Traven
P. O. Box 540430
Merritt Island, Florida 32954

7. **Incorporators.** The name and address of the Incorporator signing these Articles of Incorporation are:

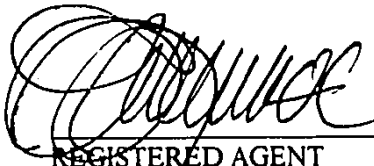
Robert W. Traven
P. O. Box 540430
Merritt Island, Florida 32954

8. **Indemnification of Directors and Officers and Employees.** This corporation shall to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.
9. **Amendment of Articles.** The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Shareholders by a sixty-seven percent (67%) vote.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 2nd day of June, 1997.



INCORPORATOR



REGISTERED AGENT

**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS
MAY BE SERVED AND THE PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA**

FILED IN STATE
SECRETARY OF CORPORATIONS
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Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

Space Coast Physicians, Inc., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 950 North Courtenay Parkway, Merritt Island, Florida and, County of Brevard, State of Florida, has named **Robert W. Traven** as its registered agent to accept service of process within this state.

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505


REGISTERED AGENT