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LAW OFFICES OF
LLOYD T. ASBURY
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214 N. CLAY STREET
JACKSONVILLE, FLORIDA 32202
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 12 AM 10:28

LLOYD T. ASBURY
ROBERT N. MILLER

June 9, 1997

FAX (904) 353-7625

Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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Re: Scott H. Freedman, M.D., P.A.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for Scott H. Freedman, M.D., P.A. along with our check in the amount of \$122.50. Please file and return a certified copy to our office.

Sincerely,



Ann Henson Carr, CLA
Certified Legal Assistant

Enclosures

ANN HENSON CARR **CAVE**

AUTHORIZATION BY PHONE TO

CORRECT EFFECTIVE DATE

DATE 6-13-97

DOC. EXAM. R. PURININ

RP
6-13-97

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ARTICLES OF INCORPORATION
OF
SCOTT H. FREEDMAN, M.D., P.A.

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopts these Articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the State of Florida.

ARTICLE I NAME

The name of the professional service corporation shall be:

SCOTT H. FREEDMAN, M.D., P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this professional service corporation shall be:

820 Prudential Drive #713
Jacksonville, Florida 32207

ARTICLE III CAPITAL STOCK

The capital stock of the professional service corporation shall be 10,000 shares of common stock having a par value of \$1.00 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

SCOTT H. FREEDMAN, M.D.
820 Prudential Drive #713
Jacksonville, Florida 32207

ARTICLE V SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

SCOTT H. FREEDMAN, M.D.
820 Prudential Drive #713
Jacksonville, Florida 32207

ARTICLE VI NATURE OF BUSINESS

This professional service corporation is organized for the purpose of engaging in the practice of medicine by doctors licensed to practice in the State of Florida and for engaging in any other activity or business permitted under the laws of the United States or this State.

ARTICLE VII COMMENCEMENT AND DURATION

The professional service corporation existence shall commence on filing and the corporation shall exist perpetually.

The undersigned has executed these Articles of Incorporation this 3rd day of June, 1997.


SCOTT H. FREEDMAN, M.D.

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, SCOTT H. FREEDMAN, M.D., P.A., desiring to be organized as a professional service corporation under the laws of the State of Florida, here designates the following registered agent and registered office:

SCOTT H. FREEDMAN, M.D.
820 Prudential Drive #713
Jacksonville, Florida 32207

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED PROFESSIONAL SERVICE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated this 3rd day of June, 1997.


SCOTT H. FREEDMAN, M.D.