

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
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997000071384

Premier Medical
Associates, P.A.

600002269366--1

-08/18/97--01039--024

***122.50 ***122.50

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

EFFECTIVE DATE
8-13-97

FILED
97 AUG 18 PM 2:10
RECEIVED
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA 97 AUG 18 AM 11:03

Signature _____

Requested by DL

8/18

10:20

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
PREMIER MEDICAL ASSOCIATES, P.A.**

FILED

The undersigned, for the purposes of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

97 AUG 18 PM 11
STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
8-13-97

ARTICLE I

Name and Mailing Address

The name and mailing address of the corporation is PREMIER MEDICAL ASSOCIATES, P.A., 850 Central Avenue, Suite 301, Naples, Florida.

ARTICLE II

Duration

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these Articles of Incorporation or upon filing with the Department of State of the State of Florida, in the event these Articles are not filed within five (5) days, exclusive of legal holidays, after execution and acknowledgement.

ARTICLE III

Purpose, Amendment, and Dissolution

This professional corporation is organized for the sole and specific purpose of engaging in every phase and aspect of the business of rendering the same professional services to the public that a doctor of medicine, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice medicine herein.

This professional corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other State or country and not prohibited by the Florida Professional Service Corporation Act; provided, however, that this corporation shall not engage in any business

other than the rendering of the professional services described above for which it was organized.

This professional corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by a vote of not fewer than seventy-five percent (75%) of its share holders, and any right conferred upon the shareholders is subject to this reservation.

The corporation may be dissolved at anytime (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least seventy-five (75%) of the outstanding shares of the corporation entitles to vote thereon. On dissolution, the corporation property and assets shall, after payment, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE IV

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 5000 shares of common stock having a par value of \$0.10 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial principal office of this corporation is 850 Central Avenue, Suite 301, Naples, Fl, and the name of the initial registered agent is Elaine Lucas and her address is 3411 Tamiami Trail North, Suite 204, Naples, Fl 34103.

ARTICLE VI

Directors

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws but shall never be fewer than one. The name and the street address of the first board of directors, who is licensed to practice medicine in the State of Florida, is:

NAME

LEE R. LIGHT, M.D.

STREET ADDRESS

850 Central Avenue Suite 301
Naples, Florida

ARTICLE VII

Incorporator

The name and address of the Incorporator of this corporation is LEE R. LIGHT, M.D., at 850 Central Avenue, Suite 301, Naples, Florida 33940.

ARTICLE VIII

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, amended or repealed in the manner provided in the bylaws by either the shareholders or the directors.

ARTICLE IX

Restrictions on Transfer of Stock

The shareholders, may, by bylaw provision or by shareholder's agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

ARTICLE X

Director Compensation


The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

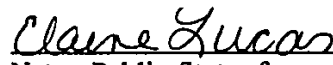
IN WITNESS WHEREOF, the Incorporator has executed these Articles the 13th day of August, 1997.


LEE R. LIGHT, M.D., INCORPORATOR

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 13th day of ~~March~~ ^{AUGUST}, 1997, by LEE R. LIGHT, M.D., who is personally known to me and acknowledged he signed these Articles for the purposes contained therein.


Notary Public, State of
Florida at Large



ELAINE LUCAS
MY COMMISSION # CC336888 EXPIRES
January 3, 1998
BONDED THRU TROY FAH INSURANCE, INC.


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

FILED

AUG 18 PM 2:11
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

LEE R. LIGHT, M.D., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Florida, has named ELAINE LUCAS located at 3411 Tamiami Trail North, Suite 204, Naples, FL 34103, as its agent to accept service of process within the State of Florida.


LEE R. LIGHT, M.D., Incorporator

Dated: August 13, 1997

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


ELAINE LUCAS, Agent for Service

Dated: August 13, 1997