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LANDT, WIECHENS, TROW & LaPEER

A Partnership Including Professional Associations

FREDERICK E. LANDT, III
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Certified Mediator

September 29, 1997

Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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*****122.50 *****122.50

RE: The Allergy Center, P.A.

Dear Sir/Madame:

Enclosed you will find original, executed Articles of Incorporation with respect to above noted entity to be filed with the Secretary of State, along with our check in the amount of \$122.50 for the required filing fee. Your returning a copy of the filed instrument to the undersigned will be appreciated.

Thank you for your attention to this matter. If you have any questions please do not hesitate to contact our office.

Sincerely,



Chester J. Trow,
For the Firm

/rlw

Enclosure: Articles (orig/copy)
\$122.50 Check

phlido.04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -2 AM 9:10

of 10/3/97

ARTICLES OF INCORPORATION OF

THE ALLERGY CENTER, P.A.

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ARTICLE I - NAME

The name of this corporation is THE ALLERGY CENTER, P.A. The mailing address of said corporation is: 3300 SW 34th Avenue, Suite 112, Ocala, Florida 34474.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose for which this corporation is formed are:

a. To engage in the practice of medicine as a professional corporation and to own or lease and operate facilities for the purposes of providing medical services and treatments.

b. To promote private high quality health care; to furnish related services, treatments, and products; and to own or lease real and personal property, enter into contracts and engage in any lawful business necessary for the rendering of such professional services.

c. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom so required by law is duly licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE IV - CAPITAL STOCK

4.1 This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

4.2 Stock Certificates. Certificates of stock shall be signed by the president, joint with the secretary and the seal of the corporation shall be impressed thereon.

4.3 Shares Not in Classes. The shares of the corporation are not to be divided into classes.

4.4 No person may be a stockholder of this corporation who does not so qualify under Section 621.09, Florida Statutes as it is amended from time to time, and transfer of shares is limited by Section 621.11, Florida Statutes.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 445 NE 8th Avenue, Ocala, Florida, 34470.

ARTICLE VI - INITIAL REGISTERED

AGENT - DESIGNATION AND ACCEPTANCE

The name of the initial registered agent of this corporation at the offices designated above is Chester J. Trow, who has signed these Articles of Incorporation to indicate his acceptance.

ARTICLE VII - SUBSCRIBERS AND THE INITIAL BOARD OF DIRECTORS

7.1 The corporation shall have one director initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is DOYLE C. PHILLIPS, M.D. of 2011 SE Twin Bridge Circle, Ocala, FL 34470.

7.2 The name and address of the person signing these Articles of Incorporation is DOYLE C. PHILLIPS, M.D. of 2011 SE Twin Bridge Circle, Ocala, FL 34470.

7.3 The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

7.4 At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the by-laws.

ARTICLE VIII - CONFLICTS

Any contract or other transaction between the corporation and one or more of its directors, shareholders or employees, in which they are interested, directly or indirectly, or between the corporation and any corporation or association of which one or more of its directors, shareholders, members, directors, officers, or

employees, have an interest, directly or indirectly shall be valid for all purposes, notwithstanding the presence of the direct or directors at the meeting of the board of the corporation that acts upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board or its shareholders. The Section is intended to expand the ability of the corporation to conduct business with interested parties and shall not be construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The corporation reserves the right to amend the articles in any manner now or hereafter permitted by the law, as provided by the by-laws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of September, 1997.


DOYLE C. PHILLIPS, M.D.

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 18th day of September, 1997, by DOYLE C. PHILLIPS, M.D. Such person: *(notary must check applicable box)*

- ☒ is personally known to me.
- ☐ produced a current Florida Driver's License as identification.
- ☐ produced _____ as identification.
- ☐ sworn to or affirmed and subscribed before the undersigned notary.

GORDON C. PLANT
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires July 20, 1999
Commission # CC 482388

Gordon C. Plant
Notary Public
State of Florida, at Large
My commission expires:

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CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Chester J. Trow, whose address is 445 NE 8th Avenue, Ocala, Florida 34470, the initial registered agent named in the Articles of Incorporation to accept service of process for THE ALLERGY CENTER, P.A., a corporation organized under the laws of the State of Florida hereby accepts such appointment as the registered agent at the place designated in this certificate.

DATED this 29th day of September, 1997.



Chester J. Trow

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DIVISION OF CORPORATIONS
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