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-10/13/97-01047-021

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Richard E. Sumner MD Inc.

(Corporation Name)

(Document #)

2 RUSH

(Corporation Name)

(Document #)

3 Please note effective date

(Corporation Name)

(Document #)

4 RUSH

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ARTICLES ONLY

**NEW FILINGS**

<input checked="" type="checkbox"/> Profit
<input type="checkbox"/> NonProfit
<input type="checkbox"/> Limited Liability
<input type="checkbox"/> Domestication
<input type="checkbox"/> Other

**AMENDMENTS**

<input type="checkbox"/> Amendment
<input type="checkbox"/> Resignation of R. A. Officer/Director
<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Merger

<b>OTHER FILINGS</b>
<input type="checkbox"/> Annual Report
<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Name Reservation

<b>REGISTRATION/QUALIFICATION</b>
<input type="checkbox"/> Foreign
<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Trademark
<input type="checkbox"/> Other

FILED  
97 OCT 13 PM 3:08 AM 1997  
FLORIDA  
REGISTRATION OF CORPORATION  
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Examiner's Initials *CF*

10/13/97

EFFECTIVE DATE  
10/8/97

FILED  
97 OCT 13 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RICHARD E. SUMNER, M.D., INC.

ARTICLE I.

NAME

The name of this corporation is RICHARD E. SUMNER, M.D., INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 1310 Monticello Boulevard North, St. Petersburg, Florida 33705-4444.

ARTICLE III.

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of October 8, 1997.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Thomas B. Smith, 150 Second Avenue North, Suite 1100, St. Petersburg, FL 33701. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Richard E. Sumner, 1310 Monticello Boulevard North, St. Petersburg, Florida 33703.

ARTICLE VII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Thomas B. Smith, 150 Second Avenue N., 17th Floor, St. Petersburg, Florida 33701.

ARTICLE VIII.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act

by written agreement without a meeting, as provided in Florida  
Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of  
Incorporation this 10<sup>th</sup> day of October, 1997.

Thomas B. Smith  
Thomas B. Smith

Incorporator and Registered Agent

123656

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