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November 25, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

EFFECTIVE DATE
JAN. 01, 1998

RE: Articles of Incorporation for STEPHEN T. HICKEY, M.D., P.A.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for STEPHEN T. HICKEY, M.D., P.A., together with our check in the amount of \$122.50 in payment of the following fees:

Filing fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
TOTAL	\$122.50

Please return a certified copy of the Articles of Incorporation to the undersigned.

Sincerely yours,

Paul M. Eakin
PME/rl
Enclosures

P.S. PLEASE NOTE DELAYED EFFECTIVE DATE
OF JANUARY 1, 1998 IN ARTICLE IV.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 3:57

RP
12-1-97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV 26 PM 3:58

ARTICLES OF INCORPORATION
OF
STEPHEN T. HICKEY, M.D., P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of medicine in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act and hereby adopts the following Articles of Incorporation for such corporation:

EFFECTIVE DATE
Jan. 01, '98

ARTICLE I. NAME

The name of this corporation is STEPHEN T. HICKEY, M.D., P.A.

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the corporation and the nature of its business are as follows:

1. To render the practice of medicine to the public, which shall include the actual preventing, diagnosing, curing or relieving in any degree or professing to diagnose, treat, cure, or relieve, any disease, injury, ailment or defect. This professional corporation shall exist and function in compliance with the "Florida Professional Service Corporation Act" (F.S.A. Chapter 621) and in order to properly prosecute the objects and purposes above

set forth, the Corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of the service of the practice of medicine.

2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishments or furtherance of the purpose of this Corporation.

3. The services of this Corporation which consists of the practice of medicine shall be carried out only through officers, employees and agents who are duly licensed or otherwise legally authorized in the State of Florida to practice medicine.

4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, by the administrative rules of the various agencies, departments or boards, now or hereafter, regulating the practice of medicine in the State of Florida, or by the provisions of these Articles of Incorporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock, none of the shares of the Corporation may be issued to anyone other than an individual

who is duly licensed to practice medicine in the State of Florida and is an active practitioner in good standing with the Board of Medicine, Department of Professional Regulation.

ARTICLE IV. DELAYED EFFECTIVE DATE; DURATION

Pursuant to Section 607.0203 Florida Statutes, notice is hereby given that the Corporation's existence shall begin January 1, 1998. The Corporation shall have perpetual existence.

ARTICLE V. ADDRESS AND AGENT

The street address of the principal office of the Corporation is 325 Eleventh Avenue North, Jacksonville Beach, Florida 32250. The name and address of its initial registered agent is Paul M. Eakin, Esquire, 599 Atlantic Boulevard, Suite 4, Atlantic Beach, Florida 32233. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

ARTICLE VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice medicine and is active in the practice of medicine, in good standing with the Board of Medicine, Department of Professional Regulation. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as

follows:

1. Stephen T. Hickey, 326 Oceanwalk Drive S., Atlantic Beach, Florida 32233.

ARTICLE VII. SUBSCRIBERS

The name and addresses of the subscribers who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice medicine are as follows:

1. Stephen T. Hickey, 326 Oceanwalk Drive S., Atlantic Beach, Florida 32233.

ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

ARTICLE IX. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation which has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment with and financial interests in the Corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the

manner provided by law.

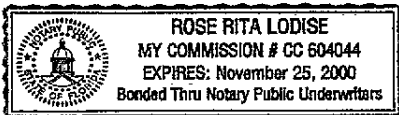
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 25th day of November, 1997.

Stephen T. Hickey
Stephen T. Hickey

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared Stephen T. Hickey, to me well known and known to me to be the person described in and who executed the foregoing, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the 25th day of November, 1997, A.D. in the aforesaid County and State.



Rose Rita Lodise
NOTARY PUBLIC
My Commission expires:

97 NOV 25 PM 3:58
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: *[Signature]*
Registered Agent