

P97000106498

HOLLAND & KNIGHT

Requestor's Name
315 SOUTH CALHOUN STREET

Address
Tallahassee, Florida 32301

City/State/Zip Phone #
224-7000

FILED
97 DEC 18 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. J. Michael Harris, M.D. P.A.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

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-12/17/97-01042-004
****122.50 ****122.50

12-19-97
per Leslie Arnett
at Holland & Knight
leave the purpose
"to practice law" as
is per client.
Kim

Per Karen Beyer
because Holland & Knight
wants it filed as is
-go ahead. KR

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

RECEIVED
97 DEC 17 AM 10:01
DIVISION OF CORPORATION

K. Rolfe DEC 19 1997
K. Rolfe DEC 17 1997

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
J. MICHAEL HARRIS, M.D., P.A.**

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The undersigned, acting as incorporator of J. MICHAEL HARRIS, M.D., P.A., a professional service corporation for the practice of law, under the Professional Service Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the professional service corporation is:

J. MICHAEL HARRIS, M.D., P.A.

ARTICLE II. ADDRESS

The mailing address of the professional service corporation is:

8800 SOUTH TAMiami TRAIL
SUITE A
SARASOTA, FLORIDA 34238

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the professional service corporation will commence at 12:01 a.m. on the date of the filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The professional service corporation is organized for the following purposes:

(a) to engage in the practice of law through its officers, employees, and agents who are duly licensed or otherwise legally authorized to render those professional services within the State of Florida;

(b) to engage in any other activities in which professional service corporations engaging in the practice of law are permitted to conduct under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the professional service corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share. The board of directors shall fix the consideration to be given for each share, which

must have a value not less than the par value of a share and can be paid wholly or partially in cash or other property, tangible or intangible, or in labor or services actually performed for the professional service corporation. The professional service corporation shall not issue shares of common stock to anyone who is not duly licensed or otherwise legally authorized to practice law in the State of Florida. The professional service corporation has the right to purchase or otherwise acquire shares of its common stock to the extent provided by law, its bylaws, or any written agreement duly executed by the professional service corporation. Each share of the common stock is subject to any stock transfer restrictions contained in the bylaws of the professional service corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the professional service corporation is 8800 South Tamiami Trail, Suite A, Sarasota, Florida, 34238 and the name of the professional service corporation's initial registered agent at that address is J. Michael Harris, M.D.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The professional service corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
J. Michael Harris	8800 South Tamiami Trail Suite A Sarasota, Florida 34238

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Carolyn T. Woods	400 N. Ashley St., Suite 2050 Tampa, Florida 33602

The incorporator of this professional service corporation assigns to this professional service corporation his rights under Sections 607.0201 and 621.05, Florida Statutes, to constitute a professional service corporation, and he assigns to those persons designated by the board of

directors any rights he may have as incorporator to acquire any of the capital stock of this professional service corporation. This assignment becoming effective on the date corporate existence begins.


ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The professional service corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a professional service corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 27th day of November, 1997.


Carolyn T. Woods, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That J. MICHAEL HARRIS, M.D., P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 8800 South Tamiami Trail, Suite A, Sarasota, Florida, 34238, State of Florida, has named J. Michael Harris, M.D., as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the professional service corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.


J. Michael Harris, M.D.

TPA3-491030.1

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