P97000107991 SHEPPARD, BRETT, STEWART, HERSCH & KINSEY, P.A.

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- * BOARD CERTIFIED: WILLS, TRUSTS & ESTATES
- · CERTIFIED PUBLIC ACCOUNTANT (FL)
- + ALSO ADMITTED IN IOWA

Firm Established 1924

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POST OFFICE DRAWER 400 FORT MYERS, FL 33902

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October 8, 2002

Corporate Records Bureau Division of Corporations Department of State 409 E. Gaines Street P. O. Box 6327

Tallahassee, Florida 32301

SOUTH LEE COUNTY OFFICE:

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JOHN K. WOOLSLAIR (1908-1968) W. A. SHEPPARD (1898-1971)



Re:

Richard G. Kilfoyle, M.D., Inc.

Dear Sirs:

Enclosed herewith are proposed Articles of Amendment to Articles of Incorporation in reference to the above-captioned corporation. Also enclosed is our check in the amount of \$43.75 to cover the following:

Filing Fee

\$ 35.00

Certified Copy of Articles

\$<u>8.75</u> \$43.75

If the Articles of Amendment to Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Amendment.

Sincerely yours,

John F Stewar

JFS:sjg Enclosures A-5177

Amend. & N/C

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

RICHARD G. KILFOYLE, M.D., P.A. (Document No.: P97000107991)

Pursuant to Section 607.1001 and Section 621.13(4), Florida Statutes, the Articles of Incorporation of Richard G. Kilfoyle, M.D., P.A. are hereby amended as follows:

ARTICLE I - NAME

The name of the corporation is changed to be: Richard G. Kilfoyle, M.D., Inc.

ARTICLE II - ADDRESS

The principal office and mailing address of this corporation are 12450 Panasoffkee Drive, North Fort Myers, FL 33903.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence beginning on the date of acceptance of the Articles for filing by the secretary of state.

ARTICLE IV – CAPITAL STOCK

The capital stock of the corporation shall be one thousand (1000) shares of common stock without par value.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the registered office of this corporation is 12450 Panasoffkee Drive, North Fort Myers, FL 33903. The name of the registered agent at that address is Mary S. Kilfoyle.

ARTICLE VI - BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The board of directors shall consist of one (1) member. The name and address of the member of the board of directors is Mary S. Kilfoyle, 12450 Panasoffkee Drive, North Fort Myers, FL 33903.

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ARTICLE IX - PURPOSE

The corporation may exist and do business for any lawful purpose. This amendment is for the purpose of changing the business purpose of the corporation from the rendering of professional service to any other lawful purpose.

ARTICLE X – DATE OF ADOPTION

These Articles of Amendment are adopted effective October 1, 2002.

ARTICLE XI – APPROVAL

These Articles of Amendment were duly adopted by Mary S. Kilfoyle, Successor Trustee of the Richard G. Kilfoyle Revocable Living Trust dated 1-31-01, being the sole shareholder and by Mary S. Kilfoyle, individually, being the sole member of the board of directors. Thus, all shareholder votes and all votes of the board of directors unanimously adopted these Articles of Amendment.

IN WITNESS WHEREOF the undersigned executed these Articles of Amendment on the day of October, 2002.

Mary S. Kilfoyle, (Director, President

Mary S. Kilfoyle, as Successor Trustee of the Richard G. Kilfoyle Revocable Living Trust dated 1-31-01, Shareholder

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Richard G. Kilfoyle, M.D., Inc., at the place designated in the Articles of Amendment to Articles of Incorporation, the undersigned is familiar with and accepts the obligations of the position pursuant to the provisions of Section 607.0501(3), Florida Statutes.

Mary S. Kilfoyle

Dated October _______, 2002.