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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 30 PM 3:18

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April 28, 1998

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Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

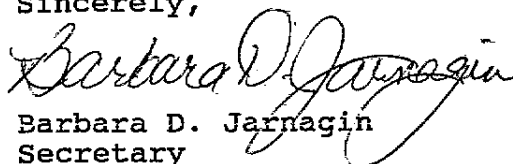
RE: Diana C. Calderone, M.D., P.A./Articles of Incorporation

To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Incorporation for Diana C. Calderone, M.D., P.A., including the Consent of Registered Agent, and Dr. Calderone's check in the amount of \$125.00, to cover the filing fee. After the Articles have been filed please return the certified copy to me at the above address. If you have any questions, please feel free to contact me.

Thank you for your assistance.

Sincerely,


Barbara D. Jarnagin
Secretary

/bdj

Enclosures

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ARTICLES OF INCORPORATION

OF

DIANA C. CALDERONE, M.D., P.A.

ARTICLE I

The name of this corporation shall be DIANA C. CALDERONE, M.D., P.A., and its principal office shall be 4453 Hidden Shadow Drive, Tampa, Florida 33614.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose for which this Professional Service Corporation is formed is to transact business in the practice of medicine. This Professional Service Corporation is filed according to Chapter 621 of the Florida Statutes.

ARTICLE IV

The corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 per share.

ARTICLE V

The initial registered agent for this corporation is Robert F. McKee, Esquire, and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$500.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be three (3). The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than two (2).

ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

Diana C. Calderone, M.D.
4453 Hidden Shadow Drive
Tampa, FL 33614

She shall hold this office until the first annual meeting of stockholders.

ARTICLE IX

The name and street addresses of each of the initial officers of the corporation are as follows:

Diana C. Calderone, M.D., President
4453 Hidden Shadow Drive
Tampa, FL 33614

ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

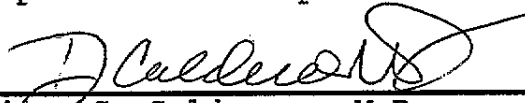
(i) make and amend By-Laws of the corporation;

(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated therein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

Diana C. Calderone, M.D. 500

The undersigned original subscriber has executed these Articles of Incorporation for the purposes herein expressed.



Diana C. Calderone, M.D.
4453 Hidden Shadow Drive
Tampa, FL 33614

STATE OF FLORIDA
COUNTY OF)

SWORN TO AND SUBSCRIBED before me by
Diana C. Calderone, M.D., to me personally
known, on this 27th day of
April, 1998.

Barbara D. Jarnagin
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:



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CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for Diana C. Calderone,
M.D., P.A., at the office designated in the foregoing Articles of
Incorporation, the undersigned hereby accepts the designation.

Robert F. McKee

Robert F. McKee
Kelly & McKee, P.A.
1718 E. 7th Ave., Suite 301
P.O. Box 75638
Tampa, FL 33675-0638
(813) 248-6400

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by
Robert F. McKee, to me personally
known, on this 27th day of April,
1998.

Barbara D. Jarnagin

NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

