

P98000040051



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 803611 82475A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 122.50

ORDER DATE : May 1, 1998

ORDER TIME : 11:35 AM

ORDER NO. : 803611-005

CUSTOMER NO: 82475A

CUSTOMER: Robert Abraham, Esq
DUNN ABRAHAM & SWAIN

347 South Ridgewood Avenue

Daytona Beach, FL 32114

700002507807--5

DOMESTIC FILING

NAME: RICHARD D. EVANS, D.O., P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY.
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

2590
W98-9860

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:50

RECEIVED
98 MAY -1 PM 4:09
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:50

May 1, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: RICHARD D. EVANS, D.O., P.A.
Ref. Number: W98000009860

RESUBMIT

Please give original
submission date as file date.

We have received your document for RICHARD D. EVANS, D.O., P.A. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00024102

RECEIVED
98 MAY -1 AM 11:35
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF

RICHARD D. EVANS, D.O., P.A.
A Florida Professional Service Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:50

The undersigned incorporator, an individual duly licensed to render the same professional services for which this corporation is organized, hereby forms this corporation for profit under the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act.

ARTICLE I
NAME

The name of this corporation is Richard D. Evans, D.O., P.A.

ARTICLE 2
TERM OF EXISTENCE

The term of existence of this corporation is perpetual. The date of commencement of the corporate existence is May 1, 1998.

ARTICLE 3
PURPOSE

The purposes for which this corporation is organized are as follows:

a. To engage in every phrase and aspect of the business of rendering the same professional services to the public that an osteopathic physician duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents of this corporation who are duly licensed under the laws of the State of Florida to practice osteopathic medicine therein.

b. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of such professional services.

c. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation

or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE 4 PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of this corporation is as follows:

555 W. Granada Boulevard, Suite C-2
Ormond Beach, Florida 32174

ARTICLE 5 CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in cash, property or other benefits to the corporation, as may be determined to be adequate by the Board of Directors.

ARTICLE 6 REGISTERED OFFICE; REGISTERED AGENT

The street address of this corporation's initial registered office is 555 W. Granada Blvd., Suite C-2, Ormond Beach, Florida 32174 and the name of its initial registered agent at that office is Richard D. Evans, D.O..

ARTICLE 7 DIRECTORS

The number of the directors constituting the initial board of directors is one and the name and address of the person who will initially serve as such director is as follows:

Name
Richard D. Evans, D.O.

Address
555 W. Granada Blvd., Suite C-2
Ormond Beach, FL 32174

ARTICLE 8
INCORPORATOR

The name and address of the incorporator of this corporation are as follows:

Richard D. Evans, D.O.
555 W. Granada Blvd., Suite C-2
Ormond Beach, Florida 32174

ARTICLE 9
SHAREHOLDERS

Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed to render services as an osteopathic physician under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein, except to another individual who is eligible to be a shareholder of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

ARTICLE 10
AMENDMENT TO ARTICLES

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the stock issued and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made. Any right conferred by these articles of incorporation upon the shareholders is subject to this reservation.

ARTICLE 11
BYLAWS

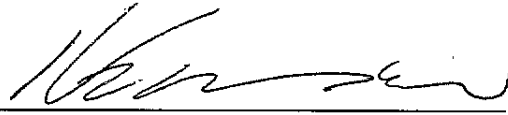
The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the board of directors.

ARTICLE 12
ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objectives stated above, this corporation shall have the following powers:

- a. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.
- b. To purchase and acquire any or all of its shares owned and held by any such shareholder, should he desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies, provided, however, that the capital of this corporation shall not be impaired thereby.
- c. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, or (3) other qualified or non-qualified retirement or incentive compensation plan.

The undersigned incorporator has executed these Articles of Incorporation this 29th day of April, 1998.



Richard D. Evans, D.O.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the corporation is: Richard D. Evans, D.O., P.A.
2. The name and address of the registered agent and office is:

Richard D. Evans, D.O.
555 W. Granada Boulevard
Suite C-2
Ormond Beach, Florida 32174

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -1 PM 12:50

Dated April 29, 1998.

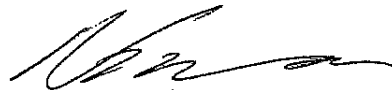


Richard D. Evans, D.O., Incorporator

STATEMENT OF ACCEPTANCE

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated April 29, 1998.



Richard D. Evans, D.O.