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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: TY L. FVEDTEN, D.O., P.A.

AUDIT NUMBER.....H98000010724

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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Client does wants  
to Incorporate w/  
similar name.

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98 JUN -9 AM 7:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6/10/98

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**ARTICLES OF INCORPORATION**

**OF**

**TY L. TVEDTEN, D.O., P.A.**

**FILED**

**98 JUN -9 AM 7:41**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby undertake to form a Professional Service Corporation for Profit under the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation shall be:

**TY L. TVEDTEN, D.O., P.A.**

**ARTICLE II - NATURE OF BUSINESS**

The general character of the business to be transacted by this Corporation shall be as follows:

(a) To engage in every phase and aspect of rendering to the public the same professional services a registered doctor of osteopathy licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through its officers and parties and agents who are duly licensed to practice medicine.

(b) To conduct the transaction of any and all lawful business which the corporation may be permitted to conduct under the laws of the State of Florida;

(c) To conduct business in, have one or more offices in, and buy, hold,

Prepared by:  
Joseph C. Skalski, Attorney at Law  
4500 140th Ave. N., Suite 214  
Clearwater, FL 33762  
(813) 536-5001  
Florida Bar No. 0802085

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mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and in all other states and countries;

(d) To incur debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required;

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business;

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences in indebtedness created by any other corporation of the State of Florida or any other government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership including the right to vote such stock.

(g) In general, to have and exercise all powers conferred by the laws of the State of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

### ARTICLE III - CAPITAL STOCK

(a) The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is: 1,000 shares of common stock with a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders with cumulative voting not permitted. All or any part of said capital may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when

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issued shall be paid for and shall be non-assessable.

(b) Each shareholder must be duly licensed or otherwise legally authorized to practice medicine in the State of Florida. No stockholder 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 stock. In the event the ownership of shares of this corporation shall be transferred into the hands of others who are not qualified to own such shares under the provisions of the Professional Service Corporation Act, the members of the Board of Directors of this corporation shall have the power to fill any vacancy existing in the Board of Directors and all of the directors and all of the shareholders of the corporation shall have the power to amend these Articles of Incorporation so as to effect a change in the nature of business provided herein, so that this corporation shall have the power to conduct business in accordance with applicable law; except that this corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, a mutual fire insurance association, cooperative association, state fair or exposition; provided, all of the directors and all of the shareholders sign a written statement manifesting their intention that the amendment of these Articles of Incorporation therein set forth be made, and the same written statement is filed in the office of the Secretary of State in accordance with applicable law.

(c) The common stock of the corporation may be issued as "Small Business Corporation" stock in accordance with the plans and provisions of Section 1244 of the Internal Revenue Code.

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**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 4500 - 140th Avenue N., Suite 214, Clearwater, FL 33762, and the name of the initial registered agent of this corporation at that address shall be Joseph C. Skalski.

**ARTICLE V - PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation is to be: 9387 Seminole Boulevard, Seminole, FL 33772.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation, or establish branch offices, as it may see fit.

**ARTICLE VI - BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) Director. The number of directors may be increased or diminished from time to time by By-Laws adopted by the Shareholders of the corporation, and subject to the terms of any Shareholders' Agreement in effect, but shall never be less than one (1). Each of the said directors shall be of full age and at least one of said directors shall be licensed or otherwise legally authorized to practice medicine in the State of Florida, and shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this Corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this Corporation may remove any director from

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office at any time or without cause.

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**ARTICLE VII - FIRST BOARD OF DIRECTORS**

The name and street address of the sole member of the first Board of Directors who, subject to these Articles of Incorporation, the by-laws of this Corporation, and the laws of the State of Florida, shall hold office until his successor is elected and has qualified, is as follows:

Ty L. Tvedten, D.O.  
600 - 1st Avenue S.  
Tierra Verde, FL 33715

**ARTICLE VIII - INCORPORATOR**

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Joseph C. Skalski  
4500 140th Avenue N., Suite 214  
Clearwater, FL 33762

**ARTICLE IX - EFFECTIVE DATE**

The Corporation shall begin existence as of the date of filing, and shall have perpetual existence.

**ARTICLE X - AMENDMENT**

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 stockholders, and approved at a stockholders meeting by a majority of the shares of stock, the holders of which are entitled to vote thereon, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment

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of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has executed these Article of Incorporation on the 9<sup>th</sup> day of June, 1998.

Joseph C. Skalski  
Joseph C. Skalski, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, an officer duly authorized to take acknowledgments in the State and County set forth above, personally appeared Joseph C. Skalski, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation in the capacity so stated.

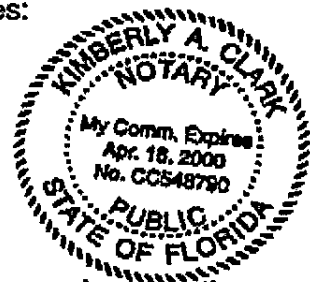
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9<sup>th</sup> day of June, 1998.

Kimberly A. Clark  
Notary Public  
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation, the undersigned agrees to act in



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this capacity, and agrees to comply with the provisions of said Act relative to keeping open such office.

Dated: 9 JUNE 1998

Joseph C. Skalski  
Joseph C. Skalski  
Resident Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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