

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Francisca M. Ward, M.D., P.A.

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- LTD Partnership File
- Foreign Corp. File
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- Merger File
- Art. of Amend. File
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- Dissolution / Withdrawal
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- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
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**ARTICLES OF INCORPORATION**

**OF**

98 JUN 10 AM 8:27

**FRANCISCA M. WARD, M.D., P.A.**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned subscriber to these articles of incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopts these articles to form a corporation under Chapter 607 and the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the professional service corporation shall be: **FRANCISCA M. WARD, M.D., P.A.**

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is: 1293 Georgia Avenue, Baker, Florida 32531.

**ARTICLE III  
PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services. The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice medicine within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of medical practice.

**ARTICLE IV  
TERM OF EXISTENCE**

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V**  
**CAPITAL STOCK**

The capital stock of the professional service corporation shall be 100 shares of common stock without par value.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

**ARTICLE VI**  
**REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this professional service corporation is 1293 Georgia Avenue, Baker, Florida 32531. The name of the initial registered agent at that address is: Francisca M. Ward, M.D.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of 1 member. The name and address of the first board of directors is:

<u>Name</u>	<u>Address</u>
Francisca M. Ward, M.D.	1293 Georgia Avenue Baker, Florida 32531

**ARTICLE VIII**  
**SUBSCRIBER**

The name and address of the person signing these articles of incorporation as subscriber is:

<u>Name</u>	<u>Address</u>
Francisca M. Ward, M.D.	1293 Georgia Avenue Baker, Florida 32531

**ARTICLE IX**  
**RESTRAINT ON ALIENATION OF SHARES**

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the

shareholders of the professional service corporation; provided, however, that such regulatory of restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

**ARTICLE X  
AMENDMENT**

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

**ARTICLE XIV  
INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is Francisca M. Ward, M.D., 1293 Georgia Avenue, Baker, Florida 32531.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on this 2nd day of June, 1998.

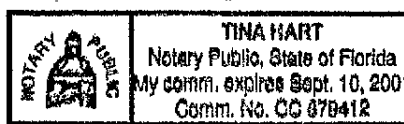
Francisca M. Ward, M.D.  
Francisca M. Ward, M.D.

STATE OF FLORIDA  
COUNTY OF Okaloosa

The foregoing Articles of Incorporation were acknowledged before me on this 2nd day of June, 1998, by FRANCISCA M. WARD, M.D. who [ ] is personally known to me or [ ] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC  
(NOTARY SEAL)

Notary Signature: Tina Hart  
Printed Name: Tina Hart  
State of Florida at Large  
MY COMMISSION EXPIRES: \_\_\_\_\_



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, FRANCISCA M. WARD, M.D., P.A., ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name and address of the registered agent and office is:

Francisca M. Ward, M.D.  
1293 Georgia Avenue  
Baker, Florida 32531

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 2<sup>nd</sup> day of June, 1998.

Francisca M. Ward, M.D.  
Francisca M. Ward, M.D.