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July 22, 1998

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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Re: David G. Fanney, D.O., P.A.

Gentlemen:

Please find enclosed herewith the following to be filed for the incorporation of
DAVID G. FANNEY, D.O., P.A. under the laws of the State of Florida:

1. Articles of Incorporation, in duplicate;
2. Designation of Registered Agent, in duplicate;
3.

Filing fee for Articles	\$35.00
Certified copy of Articles	52.50
Filing fee of Registered Agent	<u>35.00</u>
Total check enclosed	\$122.50

It is requested that this filing be accepted in full compliance with the Florida laws regarding corporations. Please return a certified copy of the Articles to the address indicated above. Prompt notification of further documentation procedures or fees required will be appreciated.

Very truly yours,


Marlin M. Feagle

MMF:dse

Enclosures

FILED
98 JUL 24 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 7/28/98

FILED

98 JUL 24 AM 11: 47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

DAVID G. FANNEY, D.O., P.A.

The undersigned incorporator hereby forms and organizes a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **DAVID G. FANNEY, D.O., P.A.**

Principal address: Route 15, Box 3082
Lake City, Fl. 32024

ARTICLE II - DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall have perpetual existence. The corporation shall commence existence upon filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

The purpose for which this corporation is organized and the nature of the business to be transacted by it is the rendering of professional medical services of every type, kind and nature. This corporation shall engage in no other business other than the rendering of the professional services for which it is specifically incorporated; provided, however, that the corporation may invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment, or own real and personal property

necessary for the rendering of such professional services, and shall have such other powers and authority to transact and carry on such business as may be now or hereafter permitted under the applicable laws of the State of Florida with regard to professional service corporations.

ARTICLE IV - 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 common stock having a nominal par value of \$1.00 per share, fully paid and non-assessable.

Authorized capital stock may be paid for in cash or property, at a just value, but not less than par value, to be fixed by the Board of Directors of this corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Route 15, Box 3082, Lake City, Florida 32024. The initial registered agent of the corporation at such office is **DAVID G. FANNEY, D.O.**

ARTICLE VI - DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and address of the member of the first Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
David G. Fanney, D.O.	Route 15, Box 3082 Lake City, Florida 32024

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator who has executed these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
David G. Fanney, D.O.	Route 15, Box 3082 Lake City, Florida 32024

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended from time to time in the manner provided by the laws of the State of Florida. 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 stock entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

ARTICLE X - LIMITATIONS ON CORPORATE STOCK

A. No one other than an individual who is duly licensed as a medical doctor under the laws of the State of Florida may own any corporate stock of this corporation; nor may any shareholder enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

B. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services with the State of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in, the corporation.

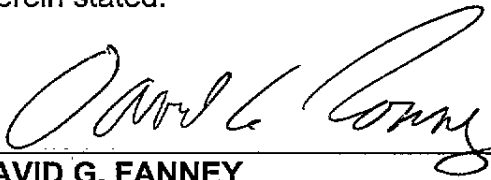
C. No shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved, at a stockholders' meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose of said meeting.

D. In the event there is more than one shareholder in the corporation, before stock is issued to shareholders they must have negotiated with the other shareholders and/or the corporation a buy and sell agreement providing for the redemption or disposition of their stock in the event their interest in the corporation is terminated for any reason. An executed copy of the buy and sell agreement must be filed with the Secretary of the corporation and made a part of the records of the corporation.

ARTICLE XI - RESIDENT AGENT

The resident agent for service of process of this corporation is **DAVID G. FANNEY, D.O.**, whose street address or location for service of process within this State is Route 15, Box 3082, Lake City, Florida 32024.


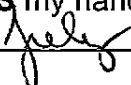
IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation for the uses and purposes therein stated.



DAVID G. FANNEY

STATE OF FLORIDA
COUNTY OF COLUMBIA

BEFORE ME, the undersigned authority, personally appeared **DAVID G. FANNEY**, to me known to be the person described herein and who executed the foregoing Articles of Incorporation and acknowledged that he subscribed to those Articles of Incorporation.

 WITNESS my hand and official seal at Lake City, Columbia County, Florida, this
day of , 1998.





Notary Public, State of Florida

My commission expires: 7/4/99

**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that **DAVID G. FANNEY, D.O., P.A.**, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Lake City, Florida, has named **DAVID G. FANNEY**, Route 15, Box 3082, Lake City, Florida 32024, as its' Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.


DAVID G. FANNEY

FILED
98 JUL 24 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA