



ACCOUNT NO. : 072100000032

REFERENCE : 912035 7132735

AUTHORIZATION

Patricia Piguit

COST LIMIT : \$ 122.50

ORDER DATE : July 31, 1998

ORDER TIME : 1:31 PM

ORDER NO. : 912035-005

CUSTOMER NO: 7132735

100002604641--C

CUSTOMER: Lorie L. Mccarroll, Cpa
LORIE L. MCCARROLL, CPA

Suite 200
1890 South 14th Street
Fernandina Beac, FL 32034

DOMESTIC FILING

NAME: E. WILLIAM MCGRATH, JR.,
M.D., 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: Stacy L Earnest

EXAMINER'S INITIALS:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 2:16

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98 JUL 31 PM 4:55
DIVISION OF CORPORATION

7/31/98
1030



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 2:16

July 31, 1998

CSC

TALLAHASSEE, FL ;

SUBJECT: E. WILLIAM MCGRATH, JR., M.D., P.A.
Ref. Number: W98000017484

RESUBMIT

Please give original
submission date as file date.

We have received your document for E. WILLIAM MCGRATH, JR., M.D., P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 898A00040413

RECEIVED
98 AUG -3 PM 1:14
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 2:16

ARTICLES OF INCORPORATION
OF

E. WILLIAM McGRATH, JR., M.D., P.A.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

E. WILLIAM McGRATH, JR., M.D., P.A.

ARTICLE II

This corporation is organized for the purposes of conducting the practice of medicine according to all applicable State of Florida laws.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election of directors, no shareholder shall be entitled to cumulate his or her votes in voting for the election of directors.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one director whose name and addresses are as follows:

E. William McGrath, Jr., M.D.
1525 Lime St.
Fernandina Beach, FL 32034

ARTICLE X

The initial registered agent of the corporation is:
E. William McGrath, Jr., M.D.

The street address of the corporation's initial registered office is:

1525 Lime St.
Fernandina Beach, FL 32034

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

1525 Lime St.
Fernandina Beach, FL 32034

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is:

Lorie L. McCarroll, C.P.A.
1890 S. 14th St., Suite 200
Fernandina Beach, FL 32034

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



Lorie L. McCarroll, C.P.A., Incorporator

CONSENT TO SERVE AS REGISTERED AGENT
FOR

E. WILLIAM McGRATH, JR., M.D., P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 31 PM 2:17

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: July 30, 1998

E. William McGrath Jr MD
Signature of Registered Agent