# P9800068747 Charles R. Hollenbeck 138 N. Moon Ave., Ste B.

Brandon, FL. 33510 Telephone (813) 684-6729 Facsimile (813) 662-9105

July 29, 1998

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL. 32314

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Attn: Filing Section

RE: Comprehensive Practice Management, Corp.

Dear Sir/Madam:

Enclosed please find the for filing Articles of Incorporation of the above-captioned corporation.

Enclosed is a check for \$70.00 for filing of the Articles of Incorporation. Please send a certified copy of the Articles to my attention at the above address.

Thank you for your cooperation.

Charles R. Hollenbeck

#### ARTICLES OF INCORPORATION

OF

Comprehensive Practice Management, Corp.

98 AUG -3 PM 1: 12 SECRETARY OF STATE TAI LAINASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to the provisions of the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

# ARTICLE I - NAME

The name of this corporation shall be Comprehensive Practice Management, Corp.

# ARTICLE II - MAILING ADDRESS

The mailing address of this corporation is as follows:

138 N Moon Ave., Ste B Brandon, FL. 33510

# ARTICLE III - DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles of Incorporation by the Secretary of State of the State of Florida.

# ARTICLE IV - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

#### ARTICLE V - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of one thousand (1,000) shares of common stock, having a par value of \$.01 per share.

# ARTICLE VI - INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial Registered Agent and the street address of the initial Registered Office of this corporation are as follows:

<u>Name</u>

Address

Charles R. Hollenbeck

138 N Moon Ave., Ste B Brandon, Fi. 33510

#### ARTICLE VII - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may either be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Name

Belinda Alonso

Address

Charles R. Hollenbeck

138 N Moon Ave.,

Ste B

Brandon, FL. 33510

138 N Moon Ave.,

Ste B

Brandon, FL. 33510

## ARTICLE VIII - BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

# ARTICLE IX - STOCK TRANSFER AGREEMENTS

If all, or any, of the shareholders or subscribers to stock of the corporation shall enter into any agreement between themselves or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of shares of the stock of the corporation held by them and if a copy of the agreement is filed with the corporation, all stock certificates subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement.

# ARTICLE X - AFFILIATED TRANSACTIONS

This corporation expressly elects, pursuant to Section 607.0901(5)(a), Florida Statutes, not to be governed by the rules pertaining to affiliated transactions contained in Section 607.0901, Florida Statutes.

# ARTICLE XI - CONTROL-SHARE ACQUISITIONS

This corporation exercises its right, pursuant to Section, 607.0902(5), Florida Statutes, to avoid the provisions pertaining to control-share acquisitions contained in Sections 607.0902, 607.1302(c) and 607.1320, Florida Statutes.

# ARTICLE XII - INCORPORATOR

The name and address of the corporation's incorporator is as follows:

Name

<u>Address</u>

Charles R. Hollenbeck

138 N Moon Ave. Ste. B Brandon, FL. 33510

# ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 29th day of July, 1998

Charles R. Hollenbeck,

Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 29th day of July, 1998, by Charles R. Hollenbeck

CATHERINE A, NUNEZ
My Comm Exp. 8/28/2001
Bonded By Service Ins
No. CC675949

My Commission Expires:

8 28 2001

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby accept to act as Registered Agent, and 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 obligations of Section 607.0505, Florida Statutes.

REGISTERED AGENT

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SECRETARY OF STATE
SECRETARY OF STATE