

**CAPITAL CONNECTION, INC.**

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

P980000070264

Countyline Road Physicians, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 AUG 12 AM 11:35

- ☒ Art of Inc. File Cert.
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File 700002613817--5  
-08/12/98--01042--017
- ☐ Fictitious Name File \*\*\*\*122.50 \*\*\*\*122.50
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ 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
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by: CD

Name

8-12-98  
Date

11:00  
Time

Walk-In

Will Pick Up

RECEIVED  
98 AUG 12 AM 10:27  
DIVISION OF CORPORATIONS

RP  
081298

**ARTICLES OF INCORPORATION  
OF  
COUNTY LINE ROAD PHYSICIANS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 AUG 12 AM 11:35

I, the undersigned, make subscribe, acknowledge and file with the Secretary of State of the State of Florida these **Articles Of Incorporation** for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be **COUNTY LINE ROAD PHYSICIANS, INC.** and the corporate mailing address and principal place of business shall be **13028 County Line Road, Hudson, Florida 34667.**

**ARTICLE II - NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including but not limited to the preparation and service of food and other services commonly performed in a restaurant as an incident thereto.

**ARTICLE III - CAPITAL STOCK**

The amount of capital stock authorized shall consist of **one hundred (100)** shares of common voting stock having a par value of \$ - 0 - per share payable in lawful money of the United States of America or in other property, tangible or intangible, but not in labor services or stock, at a just valuation to be fixed by the Board of Directors, or issued as partly paid when so ordered by the Board of Directors. The capital stock of the corporation may at any time be increased or decreased as provided by the laws of Florida.

#### **ARTICLE IV - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which is offered to others.

#### **ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence unless sooner dissolved according to law, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

#### **ARTICLE VI - REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**Peter A. Napolitano, Esquire  
Attorney At Law  
7617 Little Road  
New Port Richey, Florida 34654-5525**

#### **ARTICLE VII - BOARD OF DIRECTORS**

This Corporation shall have **one (1)** director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII - INITIAL DIRECTORS**

The names of the initial directors of this Corporation and their street addresses are:

**Dr. Rajender S. Lamba, M.D.**

**13028 County Line Road  
Hudson, Florida 34667**

**Dr. George Sidhom, M.D.**

**14540 Cortez Boulevard, Suite 105  
Brooksville, Florida 34613**

**Dr. Keith B. Stolte, M.D.**

**14540 Cortez Boulevard, Suite 125  
Brooksville, Florida 34613**

**Dr. Mukesh Mehta, M.D.**

**700 DeSoto Avenue  
Brooksville, Florida 34601**

**Dr. Sanford R. Dolgin, M.D.**

**4700 North Habana Avenue  
Tampa, Florida 33614**

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor or successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX - ACTION WITHOUT MEETING**

The Action taken by the Board of Directors of this Corporation without a meeting shall nevertheless be Board action if written consent to the action in question is signed by all of the Directors and filed with the minutes of the proceedings of the Board, whether done before or after the action so taken.

#### **ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles is **Dr. Rajender S. Lamba, M.D., 13028 County Line Road, Hudson, Florida 34667.**

#### **ARTICLE XI - SUBSCRIBERS**

The name and address of each subscriber and the number of shares of stock which each agrees to take are:

<b>NAME</b>	<b>ADDRESS</b>	<b>NUMBER OF SHARES</b>
<b>Rajender S. Lamba, M.D.</b>	<b>13028 County Line Road Hudson, Florida 34667</b>	<u><b>20</b></u>
<b>George Sidhom, M.D.</b>	<b>14540 Cortez Boulevard Suite 105 Brooksville, Florida 34613</b>	<u><b>20</b></u>
<b>Keith B. Stolte, M.D.</b>	<b>14540 Cortez Boulevard Suite 125 Brooksville, Florida 34613</b>	<u><b>20</b></u>
<b>Mukesh Mehta, M.D.</b>	<b>700 DeSoto Avenue Brooksville, Florida 34601</b>	<u><b>20</b></u>
<b>Sanford R. Dolgin, M.D.</b>	<b>4700 North Habana Avenue Tampa, Florida 33614</b>	<u><b>20</b></u>

#### **ARTICLE XII - OFFICERS**

The following named persons shall act as officers of this Corporation, until their successors have been chosen and duly qualified:

<b>President</b>	-	<b>Dr. Rajender S. Lamba, M.D.</b>
<b>Vice President</b>	-	<b>Dr. George Sidhom, M.D.</b>
<b>Treasurer</b>	-	<b>Keith B. Stolte, M.D.</b>
<b>Secretary</b>	-	<b>Mukesh Mehta, M.D.</b>
<b>Director</b>	-	<b>Sanford R. Dolgin, M.D.</b>

#### **ARTICLE XIII - OFFICERS AS DIRECTORS**

All officers of this Corporation may be directors.

#### **ARTICLE XIV - POWERS OF DIRECTORS**

The Directors shall have the power to hold their meetings and to hold one or more offices and keep the books of the corporation, except the original or duplicate stock ledger, outside the

State of Florida, at such place or places as from time to time may be designated by the By-Laws or resolutions of the Board of Directors. Members of the Board of Directors may participate in regular meetings of the Board of Directors by means of conference telephone as provided by law.

#### **ARTICLE XV - ASSIGNMENT OF STOCK**

The original incorporator of this corporation shall have the right, after the organization of same, to assign to a person who may hereafter become a subscriber to the capital assignment, and who shall stand in lieu of the original incorporator and assume and carry out all of the rights, liabilities and duties entailed by said subscription, subject to the laws of the State of Florida.

#### **ARTICLE XVI - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE XVII - AMENDMENT**

This corporation reserves the right to amend, alter, modify or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 6 day of August, 1998.

Rajender S. Lamba  
Rajender S. Lamba, M.D.  
L510737454010

STATE OF FLORIDA

COUNTY OF Hernando

THE FOREGOING INSTRUMENT was acknowledged before me this 6 day of August, 1998, by RAJENDER S. LAMBA, M.D, who personally appeared before me at

the time of notarization, and who is personally known to me and who did not take an oath.

**NOTARY PUBLIC:**

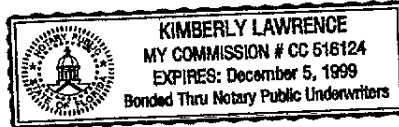
Sign: *Kimberly Lawrence*  
Print: Kimberly Lawrence

**State of Florida at Large**

**Commission No.:**

**(Seal)**

**My Commission Expires:**



**CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED AND THE PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THE STATE OF FLORIDA**

In compliance with **Section 48.091** and **Section 607.0501**, Florida Statutes, the following is submitted in compliance with said sections:

**RAJENDER S. LAMBA, M.D.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the **Articles of Incorporation**, in the City of **Brooksville**, County of **Hernando**, State of **Florida**, has named, **PETER A. NAPOLITANO, ESQUIRE**, as its registered agent to accept service of process within the state, who is located at **7617 Little Road, New Port Richey, Florida 34654-5525**.

**ACKNOWLEDGEMENT AND ACCEPTANCE OF REGISTERED AGENT**

**STATE OF FLORIDA**  
**COUNTY OF PASCO**

**BEFORE ME**, a notary public, authorized to take acknowledgements in the State and County set forth above, personally appeared at the time of notarization, **PETER A. NAPOLITANO, ESQUIRE**, who is personally known to me and known to me to be the person who is nominated to act as the resident agent, acknowledged before me that he agrees to undertake said duty and he agrees to comply with the provisions of said sections relative to the proper performance of his duties.

  
**PETER A. NAPOLITANO, ESQUIRE**  
**Registered Agent**

**IN WITNESS WHEREOF**, I have set my hand and seal in the State and County aforesaid this 11th day of August, 1998.

**NOTARY PUBLIC:**

Sign:   
Print: Linda J. Colucci

**State of Florida at Large**  
**Commission No.**  
**(Seal)**  
**My commission expires:**



Linda J. Colucci  
MY COMMISSION # CC585368 EXPIRES  
December 6, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 12 AM 11:35