

P98000097775

CAPITAL CONNECTION, INC.

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

B. Scott Findley, M.D.,
P.A.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ 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 _____

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R. Purinton NOV 20 1998

**ARTICLES OF INCORPORATION
OF
R. SCOTT FINDLEY, M.D., P.A.**

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DIVISION OF CORPORATIONS
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The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida Business Corporation Act and Professional Service Corporation and Limited Liability Company Act.

FIRST: The name of the corporation ("Corporation") shall be R. Scott Findley, M.D., P.A.

The principal place of business of this corporation shall be 2121 Corporate Square Boulevard, Jacksonville, Duval County, Florida 32216.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Business Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, are as follows:

- A. To arrange for the provision of psychiatric and psychological services.
- B. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act and Professional Service Corporation and Limited Liability Company Act.

FOURTH: The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000), all of which are of a par value of One dollar (\$1.00) and each of which are to be common shares of the same class.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is 1000 Riverside Avenue, Suite 200, Jacksonville, County of Duval, Florida 32204; and the name of the initial registered agent of the Corporation at such address is Christopher L. Nuland.

SIXTH: The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial members of the Board of Directors are:

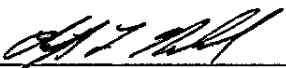
R. Scott Findley, M.D. 9494 Beauclerc Cove Lane
Jacksonville, Florida 32257

SEVENTH: The name and address of the incorporator are as follows:

Christopher L. Nuland
1000 Riverside Avenue, Suite 200
Jacksonville, FL 32204

EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on November 19, 1998.



Christopher L. Nuland, Incorporator

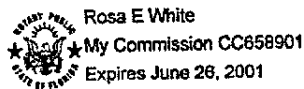
STATE OF FLORIDA)
) SS.:
COUNTY OF DUVAL)

On this 19th day of November, 1998 before me, a Notary Public in and for the State and County aforesaid, personally appeared Christopher L. Nuland, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of R. Scott Findley, M.D., P.A., and who duly acknowledged to me that he signed said Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.

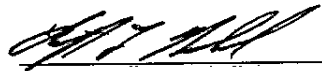
Rosa E. White
Notary Public

(SEAL)



ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Christopher L. Nuland

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