



ARMANDO F. MIZIO

MIZIO & ASSOCIATES

25400 U.S. 19 North • Suite 210
Clearwater, Florida 33763
Telephone (813) 736-4321
Fax (813) 724-1130

Accountants
Tax Consultants
Personal Financial Planning

99000013434

January 25, 1999

State of Florida
Division of Corporations
The Capital Building
P.O. Box 6327
Tallahassee, Florida 32314

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-02/08/99--01131--005
*****70.00 *****70.00

Attn: Secretary of State

EFFECTIVE DATE
2-1-99

Dear Sir:

Enclosed please find the Articles of Incorporation and our check number 2107 in the amount of \$ 70.00 to cover the cost of:

TRACIE J. LEONHARDT D.O., INC.

Your immediate attention will be greatly appreciated.

AFM:rh

Encl.

Sincerely yours,

Armando F. Mizio

Armando F. Mizio

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 AM 9:57

ARTICLES OF INCORPORATION

OF

TRACIE J. LEONHARDT D.O., INC.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

TRACIE J. LEONHARDT D.O., INC.

The principal office shall be:

2249 Riverside Drive South
Clearwater, Florida 33764

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

- (a) To engage in every aspect of the practice of Osteopathic Medicine and related arts in all of its fields of specialization as are engaged in by Osteopathic physicians.
- (b) To engage and render the professional service involved only through its officers, agents and employees who are physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the professional service of this Corporation.
- (c) To invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments permitted by law.

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DIVISION OF CORPORATIONS
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- (d) To own real and personal property necessary for the rendering of professional services hereby authorized.
- (e) To engage in no other business other than rendering of the professional services herein specified.

The intention is that none of the objects and powers as here in above set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is:

500 Common Stock, Par Value \$1.00

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - REGISTERED OFFICE & REGISTERED AGENT

The Initial Registered Office of this corporation is to be:

25400 U.S. 19 North - Suite 210
Clearwater, Florida 33763

The Initial Registered Agent of the corporation is:

Armando F. Mizio

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have the number of directors as shown below in Article VIII, initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Tracie J. Leonhardt
2249 Riverside Drive South
Clearwater, Florida 33764

ARTICLE IX - SUBSCRIBERS

The name and street address of each subscriber of these Articles of Incorporation is as follows:

Tracie J. Leonhardt
2249 Riverside Drive South
Clearwater, Florida 33764

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective as of February 1, 1999.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. 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 Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

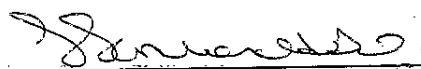
ARTICLE XII - MISCELLANEOUS PROVISIONS

It is the intention of the incorporators of this corporation that the first board of directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a "small business corporation" which qualifies under the code.

5.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the forgoing Articles of Incorporation under the Laws of the State of Florida on the date below written.

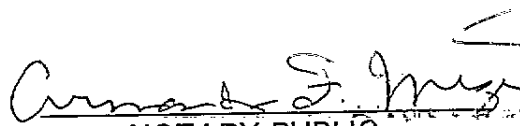
Date: January 25, 1999

 (SEAL)
Tracie J. Leonhardt

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day personally appeared before me the above-named person(s), well known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, at Clearwater, Pinellas County, Florida, this 25th day of January, A.D., 1999.


NOTARY PUBLIC

My Commission Expires:

ARMANDO F. MIZIO
Notary Public, State of Florida
My Comm. Expires June 4, 2000
No. CC559122

**STATE OF FLORIDA
DEPARTMENT OF STATE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes: Tracie J. Leonhardt D.O., INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 2249 Riverside Drive South, County of Pinellas, State of Florida, has named Armando F. Mizio located at 25400 U.S. 19 North - Suite 210, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

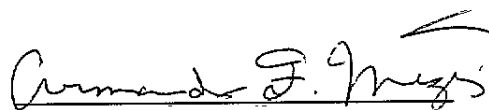
<u>NAME AND TITLE</u>	<u>SPECIFIC ADDRESS</u>
Tracie J. Leonhardt, President, Secretary & Treasurer	2249 Riverside Drive South Clearwater, Florida 33764

DIRECTORS:

<u>NAME</u>	<u>SPECIFIC ADDRESS</u>
Tracie J. Leonhardt	2249 Riverside Drive South Clearwater, Florida 33764

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


(Resident Agent)