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-03/17/99--01082--006  
\*\*\*\*\*70.00, \*\*\*\*\*70.00

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Sanchez Jacob & Colleran PA

EFFECTIVE DATE

3/16/99

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

**RUSH**

☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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RECEIVED  
99 MAR 17 PM 1:49  
DIVISION OF CORPORATION  
FILED  
99 MAR 17 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

T. SMITH MAR 17 1999

ARTICLES OF INCORPORATION

OF

SANCHEZ, JACOB & COLLERAN, P.A.

The undersigned, hereby acting as incorporators for the purpose of forming a Professional Service Corporation for profit, by virtue of the provisions of Chapters 621 and 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE

3/16/99

ARTICLE I

NAME

The name of this corporation is SANCHEZ, JACOB & COLLERAN, P.A.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 12340 Windtree Boulevard, Seminole, Florida 33772.

ARTICLE III

DURATION; EFFECTIVE DATE

This corporation shall have perpetual existence commencing as of March 16, 1999.

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## ARTICLE IV

### PURPOSE

This corporation is organized for the following purposes:

- a. To engage in every aspect of the practice of medicine and all of its fields of specialization.
- b. To engage and render the professional service involved only through its officers, agents and employees who are 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.
- 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.

## ARTICLE V

### CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock. Shares of the corporation's stock and certificates therefor shall be issued only to persons in good standing and duly licensed or otherwise legally

authorized within the State of Florida to render the same professional service as this corporation.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation and the address of the initial registered office of this corporation are Robert Sanchez, 12340 Windtree Boulevard, Seminole, Florida 33772.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either 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:

Robert Sanchez  
10297 Mulberry Way  
Largo, FL 33777

David E. Jacob  
12340 Windtree Blvd.  
Seminole, FL 33772

John A. Colleran  
10679 Park Place Dr.  
Largo, FL 33778

#### ARTICLE VIII

##### INCORPORATORS

The name and address of the persons signing these Articles of Incorporation are as follows:

Robert Sanchez  
10297 Mulberry Way  
Largo, FL 33777

David E. Jacob  
12340 Windtree Blvd.  
Seminole, FL 33772

John A. Colleran  
10679 Park Place Dr.  
Largo, FL 33778

## ARTICLE IX

### AMENDMENT

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

(b) In the event the ownership of shares of this corporation shall be in any person, trust, corporation, estate or partnership who is not qualified to own such shares under the provisions of Chapter 621, Florida Statutes, and there has been no voluntary transfer of stock, the Board of Directors and Shareholders shall have the power to amend these Articles of Incorporation to effect a change in the nature and purpose of the business authorized by these Articles of Incorporation, so that this corporation shall have the power to conduct any business authorized by Chapter 607, Florida Statutes. If there is a vacancy on the Board of Directors at or after the occurrence of the event referred to in this subparagraph, that vacancy shall be filled by the remaining Board of Directors until this amendment is complete and effective, or until such ownership of shares no longer exists. No shareholder shall be ineligible to vote on any such amendment merely because he

is an ineligible shareholder under Chapter 621, Florida Statutes; but he shall have no other voting right.

## ARTICLE X

### SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, shareholder, agent or employee of this corporation who has been rendering the professional services described in Article IV to the public becomes legally disqualified to render such professional services within this state or accepts employment that places restrictions or limitations upon his continued rendering of such professional services, then, in any such event, such person's office and/or employment with and/or financial interest in this corporation shall cease forthwith; subject, however, to the provisions of Article IX(b) dealing with "Amendments." Should any amendment be effected which changes the nature and purpose of this corporation so that the restrictions of Chapter 621, Florida Statutes, do not apply, then the restriction of this Article shall not thereafter apply; provided, however, that until such amendment is effected, such person shall render no professional services, shall hold no office, shall not serve on the Board of this corporation, and shall have no financial interest in this corporation except to receive payment for any stock owned and any other amounts that are lawfully due and owing by the corporation.

## ARTICLE XI

### RIGHTS OF SHAREHOLDER WHOSE INTEREST TERMINATES UNDER ARTICLE X

If any shareholder of this corporation is required to terminate his financial interest in this corporation because of the application of Article X, or the application of Chapter 621, Florida Statutes, and should these Articles not be amended as provided in Article IX(b), the financial interest of such shareholder shall terminate immediately and automatically, except to receive payment for such stock in this corporation as may be owned by him and any other amounts that are lawfully due and owing to him by the corporation; and such shares of stock shall not be entitled to dividends or stock rights of any kind. Such stock shall be forthwith transferred, sold, purchased, pledged or redeemed at such price or value and under such terms as shall be authorized as set forth in the Bylaws or Shareholders' Agreement, if any, and if not, by mutual agreement, or if no such agreement can be reached, by arbitration.

## ARTICLE XII

### LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any article or bylaw provision for annual

election shall be without prejudice to the contract rights, if any,  
of any executive officer under such contracts.

ARTICLE XIII

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.

IN WITNESS WHEREOF, the undersigned, being the incorporators  
of this corporation, execute these Articles of Incorporation and  
certify to the truth of the facts herein stated, this 15th day of  
March, 1999.

  
\_\_\_\_\_  
John A. Colleran

  
\_\_\_\_\_  
David E. Jacob

  
\_\_\_\_\_  
Robert Sanchez

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT  
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 607.0501, Florida Statutes, I agree to act  
in the capacity of Registered Agent for the above corporation and  
will comply with the provisions of all statutes relative to the



proper and complete performance of my duties. I am familiar with  
and accept the obligations of 607.0505, Florida Statutes.

Dated this 15<sup>th</sup> day of March, 1999.

  
Robert Sanchez

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