

The Law Offices of Kevin M. Helmich

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Kevin M. Helmich*

*also licensed in Illinois

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March 22, 1999

P99000028569

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: JOSEPH R. BARNES, M.D., P.A.

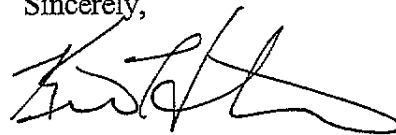
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122.50 **78.75

To Whom It May Concern:

Please find enclosed the original and one copy of the executed Articles of Incorporation, and the Acceptance of registered agent for the above referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the filing fee. Upon filing, please return the copy of the Articles in the envelope provided.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,



Kevin M. Helmich,
Attorney at Law

Cmk/KMH

Enclosures as stated.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

JOSEPH R. BARNES, M.D., P.A.

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DIVISION OF CORPORATIONS
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ARTICLE I
NAME

The name of this Corporation is JOSEPH R. BARNES, M.D., P.A.

ARTICLE II
DURATION

This Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of conducting a medical facility.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 34851 Emerald Coast Parkway, Destin, Florida 32541, and the initial registered agent of this Corporation at that address is Kevin M. Helmich, Esq.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have at least one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

JOSEPH R. BARNES, M.D.
90 Sandstone Street
Santa Rosa Beach, FL 32459

ARTICLE VIII
PRINCIPAL OFFICE

The address of the principal office of this Corporation is 4942 Highway 98 East, Suite 5, Santa Rosa Beach, Florida 32459, and the mailing address of this Corporation is P.O. Box 2310, Santa Rosa Beach, Florida 32459.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles is:

JOSEPH R. BARNES, M.D.
90 Sandstone Street
Santa Rosa Beach, FL 32459

**ARTICLE X
INDEMNIFICATION**

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

**ARTICLE XI
ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING**

The directors or shareholders of this Corporation may take action by written consent as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 22ND day of March, 1999.



JOSEPH R. BARNES

STATE OF FLORIDA
COUNTY OF OKALOOSA

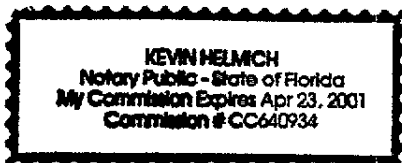
BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared JOSEPH R. BARNES who produced a Florida drivers license as identification and who did not take an oath, and who is the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 22ND day of March, 1999.

(Seal)

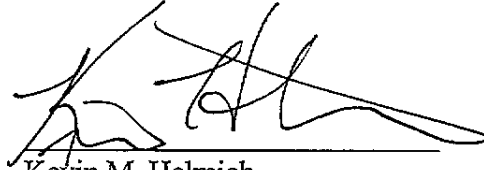


Notary Public



ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for
JOSEPH R. BARNES, M.D., P.A.

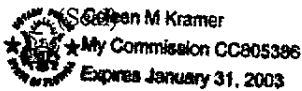


Kevin M. Helmich,
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take
acknowledgements, personally appeared Kevin M. Helmich who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 22ND day of March, 1999.



Colleen M. Kramer
Notary Public

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DIVISION OF CORPORATIONS
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