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Division of Corporations

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6-15-99

## Florida Department of State

Division of Corporations
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Division of Corporations

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From:

Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.

Account Number: 076077001702 Phone: (407)841-1200 Fax Number: (407)423-1831

# FLORIDA PROFIT CORPORATION OR P.A.

### MID-FLORIDA HOSPITALIST PARTNERS, INC.

Certificate of Status	Û
Certified Copy	
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Estimated Charge	\$78.75

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#### ARTICLES OF INCORPORATION

Lo-15-99

**OF** 

MID-FLORIDA HOSPITALIST PARTNERS, INC.

99 JUN 22 AM 9: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of this Corporation pursuant to

Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the

State of Florida and adopts the following Articles of Incorporation for such Corporation:

#### ARTICLE I - NAME OF CORPORATION

The name of this Corporation will be Mid-Florida Hospitalist Partners, Inc.

#### ARTICLE II - TERM OF EXISTENCE

This Corporation will exist perpetually, commencing on June 15, 1999.

#### ARTICLE III - PRINCIPAL OFFICE

The principal office of this Corporation will be located at 915 Euclid Avenue, Orlando, Florida 32806.

#### ARTICLE IV - GENERAL PURPOSE

The general purpose for which this Corporation is organized will be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as from time to time amended.

#### ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock with a par value of Ten Dollars (\$10.00) per share.

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#### ARTICLE VI - INITIAL REGISTERED OFFICE

#### AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida will be 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Robert W. Mead, Jr. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Name Street Address

Robert W. Mead, Jr. 800 North Magnolia Avenue
Suite 1500

Orlando, Florida 32803

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation will be two (2).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but will never be less than one (1).
- C. The names and street addresses of the initial members of the Board of Directors, who will hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

Name
Street Address

R. Kendall Smith, Jr., M.D.
901 North Lake Destiny Drive
Suite 320
Maitland, Florida 32806

Sent by: DEAN MEAD SUITE 1201

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Kathy C. Mullineaux

901 North Lake Destiny Drive Suite 320 Maitland, Florida 32806

#### ARTICLE IX - INDEMNIFICATION

This Corporation will indemnify any officer or director, or any former officer or director, to the extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 22nd day of June, 1999.

Robert W. Mead, Jr.

Having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature

Robert W. Mead,

Date: June 22, 1999

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