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OF COUNSEL
RICHARD T. JONES

June 28, 1999

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

600002919316--0
-06/30/99-01036-015
\$122.50 **78.75

Re: Articles of Incorporation of South Pine Medical Research, Inc.

To Whom It May Concern:

Enclosed please find:

1. The Articles of Incorporation of South Pine Medical Research, Inc.
2. The Certificate of Designation of Registered Agent/Registered Office
3. A check in the amount of \$122.50 to cover the costs of filing the Articles of Incorporation, the Certificate of Designation of Registered Agent and a certified copy.

Please call me if you have any questions.

Sincerely,


Richard T. Jones

RTJ/mag
Enclosures

FILED
99 JUN 30 PM 6:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SOUTH PINE MEDICAL RESEARCH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing these Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is South Pine Medical Research, Inc. The address of the principal office of the corporation is 1500 SE Magnolia Extension, Suite 202, Ocala, Florida 34471. The address may be changed by action of the Board of Directors.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purposes of transacting any and all useful business. The corporation shall be managed by a Board of Directors. Subject to any specific written limitations or restrictions imposed by law or these articles, the Board shall direct the carrying out of the purposes of the corporation and exercise all powers of the corporation without previous authorization or subsequent approval by the shareholders of the corporation.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 shares with a par value of Five Dollars (\$5.00) per share. All shares shall be common shares and shall be identical with each other in every respect. The holders of shares shall be entitled to one vote per each share held on all matters on which the shareholders have a right to vote. Certificates of stock shall be signed by the President or the Vice President jointly with the Secretary and the seal of the corporation shall be impressed on the stock certificates. The holders of the shares of the corporation shall have preemptive rights to purchase any shares of the corporation hereafter issued or any security exchangeable for or convertible into such shares or any other instrument evidencing rights or options to subscribe for purchase or otherwise acquire such shares.

ARTICLE V

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors except where the shareholders specifically provide in any bylaw made by them that such bylaws shall not be altered, amended or repealed by the Board. The corporation shall indemnify any former officer or director to the full extent permitted by law. At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the bylaws. The corporation shall have the right to

amend these articles in any way now or hereafter permitted by law or as provided in the bylaws.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by action of the directors. The name and address of the initial director of this corporation is Patricia A. Jones, M.D., 1500 SE Magnolia Extension, Suite 202, Ocala, Florida 34471.

ARTICLE VII

The name of the initial registered agent of the corporation is Richard T. Jones, 121 NW 3rd Street, Ocala, Florida 34475.

ARTICLE VIII

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (a) Natural persons; (b) Estates; or (c) A trust as described in 25 U.S.C.S. Section 1361 as amended or any other amendment to the Internal Revenue Code which defines a qualified "small business corporation." No stock shall be issued or transferred to a non-resident alien.

ARTICLE IX

The shareholder shall have the right to treat the initial investment of property as provided for under Section 1244 of the Internal Revenue Code.

ARTICLE X

The name and address of the incorporator of these Articles of Incorporation is Richard T. Jones, 121 NW 3rd Street, Ocala, Florida 34475.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of June, 1999.


Richard T. Jones

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 23rd day of June, 1999, by Richard T. Jones, who is ☒ personally known to me or who ☐ has produced _____ as identification.

sign Melissa A. Givens
Notary Public, State of Florida
Commission Expiration:
Commission No.:



Melissa A Givens
My Commission CC805716
Expires February 1, 2003

print Melissa A. Givens

CERTIFICATE OF DESIGNATION

OF

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is South Pine Medical Research, Inc.
2. The name and street address of the registered agent and office is Richard T. Jones, 121 NW 3rd Street, Ocala, Florida 34475.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard T. Jones



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