

Division of Corporations

Page 1 of 2

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

DAVID M. SPELLBERG, INC.

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ARTICLES OF INCORPORATION
OF
DAVID M. SPELLBERG, INC.

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME AND ADDRESS

The name of this corporation shall be David M. Spellberg, Inc. The principal business address of the corporation is 800 Goodlette Road, North, #250, Naples, Florida 34102.

ARTICLE II. DURATION

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and each having a par value of one dollar (\$1.00).

Prepared by: Thomas P. Clark, Esquire
Florida Bar No.: 0510114
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Fort Myers, FL 33901
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ARTICLE V. INITIAL REGISTERED AGENT & OFFICE

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, is as follows:

Name**Address**

David M. Spellberg, M.D.

800 Goodlette Road, North, #250
Naples, Florida 34102**ARTICLE VI. DIRECTORS**

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the bylaws of the corporation. The number Directors may either be increased or decreased from time to time as provided in the bylaws of the Corporation, but shall never be less than one (1). The corporation shall have one Director initially, and the name and address of the initial Director are as follows:

Name**Address**

David M. Spellberg, M.D.

800 Goodlette Road, North, #250
Naples, Florida 34102**ARTICLE VII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws of the corporation shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended, or readopted by the Board of Directors if the shareholders so provide.

ARTICLE VIII. INCORPORATORS

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

David M. Spellberg, M.D.

800 Goodlette Road, North, #250
Naples, Florida 34102

FAX AUDIT NO.: H99000022956

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Incorporation to be executed as of this 13 day of September, 1999.



David M. Spellberg, M.D.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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.



David M. Spellberg, M.D., Registered Agent

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