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ROBERT B. BATTISTA

September 10, 1999

4026 COMMERCIAL WAY
SPRING HILL, FLORIDA
TELEPHONE: (352) 688-7490

VIA OVERNIGHT MAIL

Division of Corporations
Department of State
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

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-09/13/99-01038-015
*****78.75 *****78.75

RE: CARMEN I. NAN, M.D., P.A.

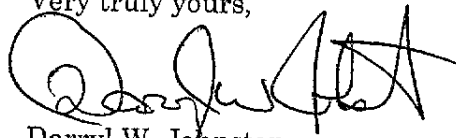
Gentleman:

Enclosed is the signed original and one signed copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$78.75 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,


Darryl W. Johnston

DWJ:bsj
Enclosures

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1999 SEP 13 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1999 SEP 13 PM 4: 36

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CARMEN I. NAN, M.D., P.A.

The undersigned, subscriber to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopts these Articles of Incorporation to form a corporation under the Professional Service Corporation Act, Chapter 621, Florida Statutes, and other laws of the state of Florida.

ARTICLE I - NAME

The name of the Corporation is CARMEN I. NAN, M.D., P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation are 10105 Cortez Boulevard, Brooksville, FL 34613.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1,000 shares of common stock having no par value. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of

Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation is Darryl W. Johnston, Esquire and the street address is 29 South Brooksville Avenue, Brooksville, FL 34601. The principal office and mailing address of this corporation is 10105 Cortez Boulevard, Brooksville, FL 34613.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and addresses of the member of the first board of directors is:

Name	Address
Carmen I. Nan	10105 Cortez Boulevard, Brooksville, FL 34613

ARTICLE VII. SUBSCRIBER(S)

The name(s) and address(es) of the person(s) signing these articles of incorporation as subscriber is:

Name	Address
Carmen I. Nan	10105 Cortez Boulevard, Brooksville, FL 34613

ARTICLE IX. RESTRAINT OF ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the professional service corporation; provided,

however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. no shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions of the incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

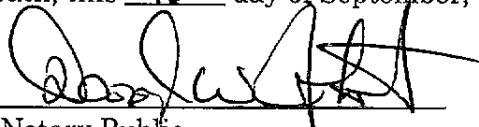
IN WITNESS WHEREOF, the undersigned subscriber(s) executed these Articles of Incorporation on September 10, 1999.



Carmen I. Nan

STATE OF FLORIDA
COUNTY OF HERNANDO

The foregoing instrument was acknowledged or sworn to and subscribed before me by Carmen I. Nan who is personally known to me or who produced NY Driver's license as identification, and who did not take an oath, this 10 day of September, 1999.



Notary Public

(Stamp, type or print name and



DARRYL W. JOHNSTON
My Comm Exp. 5/31/2001
Bonded By Service Ins
No. CC625845
I Personally Known (R) Other I.D.

FILED

1999 SEP 13 PM 4: 36

date commission expires along
with commission number below)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

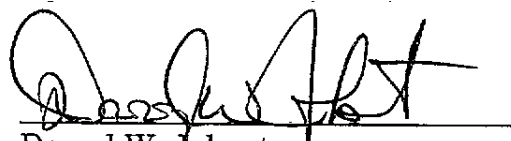
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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 Carmen I. Nan, M.D., P.A.
2. The name and address of the registered agent and office is:

Darryl W. Johnston, Esquire, 29 South Brooksville Avenue, Brooksville, FL 34601

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.


Darryl W. Johnston

9/10/99
Date