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ACCOUNT NO. : 072100000032

REFERENCE: 379588 170223A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE: September 20, 1999

ORDER TIME: 12:47 PM

ORDER NO. : 379588-005

600002991696--6

CUSTOMER NO: 170223A

CUSTOMER: Mr. Roger L. Laney

MR. ROGER L. LANEY, III MR. ROGER L. LANEY, III 1378 Railroad Avenue

Chipley, FL 32428

DOMESTIC FILING

NAME:

BAY COUNTY PEDIATRICS &

ADOLESCENT CARE, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

(a30)

W99-21686

EXAMINER'S INITIALS:



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 SEP 20 PM 1: 29

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 21, 1999

RESUBMIT

Please give original submission date as file date.

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: BAY COUNTY PEDIATRICS & ADOLESCENT CARE, P.A.

Ref. Number: W99000021686

We have received your document for BAY COUNTY PEDIATRICS & ADOLESCENT CARE, P.A. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 899A00046137

99 SEP 22 PH 4: 45

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 SEP 20 PM 1: 29

ARTICLES OF INCORPORATION

OF

BAY COUNTY PEDIATRICS & ADOLESCENT CARE, P.A.

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BAY COUNTY PEDIATRICS & ADOLESCENT CARE, P.A.

The address of the principal office of this corporation

shall be 2209 West 33rd Street, Panama City, Florida 32405,

and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of rendering the same professional services to the public that a medical practice treating children (pediatrics and adolescents) duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on September 21, 1999.

Incorporator

99 SEP 20 PM 1: 20 -

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Sama R. Dung

Authorized Service Representative Corporation Service Company

TJW/mko