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Division of Corporations

No. 3701 P. 1

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**  
**GASTROENTEROLOGY ASSOCIATES OF SOUTHWEST FLORIDA,**  
**P.**

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**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**GASTROENTEROLOGY ASSOCIATES OF SOUTHWEST FLORIDA, P.A.**

The Articles of Incorporation of Gastroenterology Associates of Southwest Florida P.A., a Florida professional corporation (the "Corporation"), were filed with the Florida Department of State on December 20, 1991, effective January 1, 1992 and assigned document number V01456.

The Corporation now desires to (a) change its business purpose from rendering professional service to any and all lawful business purposes for which corporations may be organized according to the laws of the State of Florida pursuant to Section 621.13(3), Florida Statutes; (b) be governed by the Florida Business Corporation Business Act, Chapter 607, Florida Statutes; and (c) amend and restate its Articles of Incorporation, as amended and in effect immediately prior to giving effect to the instrument.

Therefore, the Articles of Incorporation, as amended and in effect immediately prior to giving effect to the instrument, are hereby amended and restated to read in their entirety as follows:

**ARTICLE 1**  
**NAME AND ADDRESS**

The name of this corporation shall be Gastroenterology Associates of Southwest Florida, Inc. The principal business address of the corporation is 4790 Barkley Circle, Building A., Fort Myers, FL 33907.

**ARTICLE 2**  
**DURATION**

The corporation commenced upon the filing of its original Articles of Incorporation and shall have perpetual existence thereafter.

**ARTICLE 3**  
**PURPOSE**

The purpose for which the corporation is organized is the transaction of 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.

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**ARTICLE 4**  
**CAPITAL STRUCTURE**

The aggregate number of shares of capital stock which this corporation shall have the authority to issue shall be One Thousand (1,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

**ARTICLE 5**  
**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. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1).

**ARTICLE 6**  
**BYLAWS**

The power to adopt, alter, amend, or repeal bylaws 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.

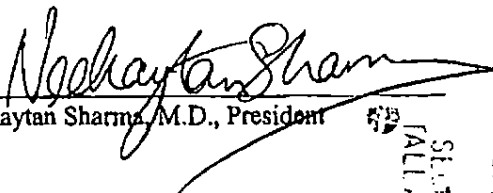
**ARTICLE 7**  
**ARTICLE CONSOLIDATION**

These restated articles of incorporation consolidate all amendments into a single document.

**ARTICLE 8**  
**ADOPTION**

The amendments reflected herein were adopted by the shareholders of the corporation. The number of votes cast for the amendments by the shareholders were sufficient for approval.

These Articles of Incorporation have been executed this 23rd day of November 2021.

  
Neekaytan Sharma, M.D., President

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