

**Locklin
& Jones, P.A.**
ATTORNEYS AT LAW

Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

PO0000001628

December 29, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
409 E. Gaines Street
Tallahassee, FL 32314

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-12/30/99--01082--003
*****78.75 *****78.75

EFFECTIVE DATE
1-1-00

Re: **Articles of Incorporation of
Pace Boulevard Family Practice, P.A.**

Dear Sir or Madam:

Enclosed is an original and one executed copy of the Articles of Incorporation of Pace Boulevard Family Practice, P.A., and an original and one copy of an executed Certificate Designating the Resident Agent. A check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$70.00
Certificate Designating	
Certified Copy	8.75
Total	<u>\$78.75</u>

1999 DEC 30 PM 12: 20
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Yours very truly,

Sheila T. Taylor
Sheila T. Taylor
Assistant to Angela J. Jones

/stt
Enclosures

A. Howell JAN 6 2000

FILED 2003
1999 DEC 30 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1-1-00

ARTICLES OF INCORPORATION OF
PACE BOULEVARD FAMILY PRACTICE, P.A.

The undersigned incorporator, who is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is Pace Boulevard Family Practice, P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 1500 North Pace Boulevard, City of Pensacola, County of Escambia, State of Florida, 32505. The name of the initial registered agent of the corporation, is Angela J. Jones, Esquire, Locklin & Jones P.A., 77 Jones Avenue, Milton, Florida 32570.

ARTICLE III

DURATION

The effective date of this incorporation is January 1, 2000. The period of the corporation's duration shall be perpetual, or

until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV

PURPOSE

The purpose of the corporation is to practice the profession 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 V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 2500 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will perform the service of medicine is not less than \$100.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII
INCORPORATORS

The name and street address of the person signing these articles of incorporation as incorporator is:

Name	Address
Samuel R. Greenlee	1500 North Pace Boulevard Pensacola, Florida 32505

ARTICLE IX
DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors are.

Name	Address
Samuel R. Greenlee	1500 North Pace Boulevard Pensacola, Florida 32505

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X

RESTRAINT ON 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 XI

BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XII

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporators of this corporation, have executed these articles of incorporation at Pensacola, Florida on this the 27th day of December, 1999.

Gloria J. Cronston
Witness: GLORIA J. CRONSTON

Samuel R. Greenlee
Samuel R. Greenlee

Kimberly Sue McCollum
Witness: Kimberly Sue McCollum

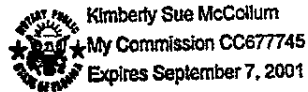
STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared Samuel R. Greenlee, who is (X) known to me to be the individual described in or () who presented Florida drivers license as identification, and who executed the foregoing Articles of Incorporation of Pace Boulevard Family Practice, P.A., and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 27th day of December, 1999.

Kimberly Sue McCollum
Notary Public
My commission expires: 09/07/2001



FILED

1999 DEC 30 PM 12: 20

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

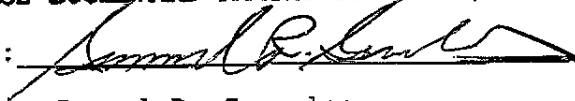
Pursuant to Chapter 607, Florida Statutes, the following is submitted:

PACE BOULEVARD FAMILY PRACTICE, P.A., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Pensacola, Escambia County, Florida, has named Angela J. Jones, Esquire, Locklin & Jones P.A., 77 Jones Avenue, Milton, Florida 32570, as agent to accept service of process within the state.

Dated this the 27th day of December, 1999.

PACE BOULEVARD FAMILY PRACTICE, P.A.

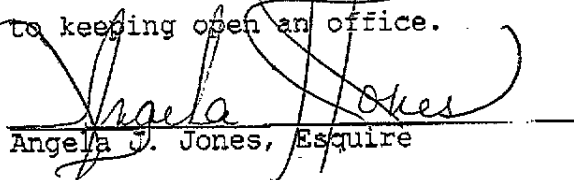
BY:



Samuel R. Greenlee

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


Angela J. Jones, Esquire