



Kathleen Selzler Lippert
Executive Director

Sam Brownback, Governor

CERTIFICATE

TO WHOM IT MAY CONCERN

I, Kathleen Selzler Lippert of Topeka, Kansas, Executive Director of the Kansas State Board of Healing Arts, do hereby certify that the following named person was granted licensure in Medicine and Surgery, as indicated, in the state of Kansas on the date of admission set opposite the name, and such persons license is valid, with the status indicated, as of the date of the certificate:

<u>NAME OF LICENSEE</u>	<u>ORIGINAL DATE OF LICENSE</u>	<u>LICENSE NUMBER AND STATUS</u>
Cheryl Ann Chastine, MD	January 17, 2013	04-36207/Active

I hereby certify that said person is duly licensed to practice Medicine and Surgery as of this date.

I further certify that the name **Wichita Medical Center, P.A.**, has been approved by the Kansas Board of Healing Arts as a corporate name for a professional corporation in accordance with the provisions of the law.

Dated at Topeka, Kansas this 27th day of March 2013.

Kathleen Selzler Lippert, Executive Director
KANSAS BOARD OF HEALING ARTS

Certificate Number: 5245

Kansas State Board of Healing Arts
800 SW Jackson, Lower Level-Suite A
Topeka, KS 66612



phone: 785-296-7413
fax: 785-368-7102
1-888-886-7205
www.ksbha.org

Kathleen Selzler Lippert
Executive Director

Sam Brownback, Governor

March 27, 2013

Dr. Cheryl Chastine

Re: **Verification of licensure of Cheryl Ann Chastine, MD, and to form Wichita Medical Center, P.A.**

Dear Dr. Chastine:

Enclosed please find the original *Certificate* verifying the Kansas license of the above referenced physician and approving the corporate name to form a professional corporation. It is generally necessary to send the **original** of the *Certificate* and the Articles of Incorporation to the Secretary of States Office.

If you need further assistance or information, please do not hesitate to contact us.

Sincerely,

Patty Kostreles
Administrative Officer

Enclosure

BOARD MEMBERS: KIMBERLY J. TEMPLETON, MD, PRESIDENT, Leawood • JOHN F. SETTICH, PH.D., VICE PRESIDENT, Atchison • EUSTAQUIO O. ABAY II, MD, Wichita
MICHAEL J. BEEZLEY, MD, Lenexa • RAY N. CONLEY, DC, Overland Park • GARY L. COUNSELMAN, DC, Topeka • ROBIN D. DURRETT, DO, Hoisington
ANNE HODGDON, PUBLIC MEMBER, Lenexa • JOEL R. HUTCHINS, MD, Holton • DAVID LAHA, DPM, Overland Park • M. MYRON LEINWETTER, DO, Rossville
RICHARD A. MACIAS, JD, PUBLIC MEMBER, Wichita • GAROLD O. MINNS, MD, Bel Aire • CAROLINA M. SORIA, DO, Wichita • TERRY L. WEBB, DC, Hutchinson

TTY (Hearing Impaired) 711 or 1.800.766.3777 voice/TTY • e-mail: healingarts@ksbha.ks.gov

Kostreles, Patty [BOHA]

From: Cheryl Chastine **Confidential**
Sent: Monday, March 25, 2013 5:09 PM
To: Kostreles, Patty [BOHA]
Subject: Fwd: 3rd draft of articles
Attachments: Articles of Incorporation PA 22 March 2013 3rd Draft.docx

Hi Patty,

Thanks for your voice mail. Below please find answers to the questions from the website.

1. Proposed name of the business entity; **Wichita Medical Center, P.A.**
2. Complete names of all shareholder(s)/propration shareholder(s), partners or members; **Cheryl A Chastine, MD**
3. A statement verifying that the business entity is/will be organized as **Professional Association - see Articles**
 - a. a professional association under Kansas Professional Corporation law;
 - b. a professional corporation under the Kansas Professional Corporation Law;
 - c. a professional limited liability company under the Kansas revised Limited Liability Company Act.
4. A statement of the professional purpose of the business entity (ex. to practice medicine); **To practice medicine; see Articles.**
5. If the business entity is new, please include a copy of the proposed partnership agreement, articles of incorporation or articles of organization; **Attached please find the Articles of Incorporation.**
6. To whom and where to send the certification documents.**Secretary of State office - For Business Entities; Memorial Hall 1st Fl; 120 SW 10th Ave; Topeka, KS 66612-1594**

Please let me know if you require anything additional. Thank you.

Best,

Cheryl Chastine, MD

----- Forwarded message -----

ARTICLES OF INCORPORATION
OF

Wichita Medical Center, P.A.

ARTICLE I

The name of this corporation is Wichita Medical Center, P.A.

ARTICLE II

Registered Office and Resident Agent

The registered office of the corporation in the State of Kansas is in Sedgwick County, at 5107 East Kellogg, Wichita, Kansas 67218. The resident agent at that address is Cheryl A. Chastine, M.D.

ARTICLE III

Nature of Business

This is a professional corporation, organized for profit. The nature of the business and purposes to be conducted or prompted are:

- (a) To render only one type of professional service, the practice as physicians, surgeons, or doctors of medicine;
- (b) To purchase, receive, lease, or otherwise deal in and with, real or personal property, or any interest therein, wherever situated;
- (c) To purchase, receive, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in, or obligations, of, other domestic or foreign corporations, associations, partnerships or individuals, insurance or annuities in any

- form, or direct or indirect obligations of the United states or of any other government, state, territory, governmental district or municipality or any instrumentality thereof;
- (d) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees;
 - (e) To do all things necessary or incidental to the practice of the profession which the professional corporation is authorized to practice.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED THOUSAND (100,000) shares of common stock without par value.

ARTICLE V

Restrictions

Shares of the capital stock may be issued only to persons licensed to practice medicine in the State of Kansas. A shareholder may voluntarily transfer her shares, or part of the, to the corporation or, with the prior written consent of the Board of Directors, as expressed in a resolution; to a person or persons licensed to practice medicine in the State of Kansas.

No shares may be transferred upon the books of the corporation, or issued by it, until there is presented and filed with the Secretary of the corporation, a certificate by the Kansas board of organization regulating the practice of medicine in the state, stating that the person to whom the transfer is to be made or the shares issued is duly licensed to practice medicine in Kansas. Every certificate of stock issued by the corporation shall contain substantially the

following provision: “the ownership and transfer of this stock and the rights and obligations of stockholders are subject to the limitations and provisions of the professional corporation law of Kansas.”

No shareholder shall enter into any voting trust agreement, proxy or any other type of agreement vesting another person, other than another shareholder, with authority to exercise the voting power of any of all of her stock.

The price or method of determining a price at which the corporation or its shareholders may purchase the shares of a deceased shareholder, or a shareholder no longer qualified to own shares in the corporation, shall be as determined in the bylaws. If no bylaw provides a price or method to determine a price, it shall be determined in accordance with the law.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator is:

Cheryl A. Chastine, M.D.
5107 East Kellogg
Wichita, Kansas 67218

ARTICLE VII

Initial Director

The powers of the incorporator are to terminate upon the filing of these Articles of Incorporation, and the name and mailing address of the person who is to serve as director until the first annual meeting of the stockholders or until her successor is elected and qualified, is:

Cheryl A. Chastine, M.D.
5107 East Kellogg
Wichita, Kansas 67218

ARTICLE VIII

Bylaws

The power to adopt, repeal and amend the bylaws of this corporation shall reside in the Board of Directors of this corporation.

IN TESTIMONY WHEREOF, I have hereunto set my name this ____ day of March, 2013.

Cheryl A. Chastine, M.D.

State of Kansas)
) ss:
County of Sedgwick)

Personally appeared before me, a Notary Public in and for Sedgwick County, Kansas, the above named, who is personally known to me to be the same person who executed the foregoing instrument in writing, and duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the ____ day of March, 2013.

Notary Public

My Appointment Expires:

Kostreles, Patty [BOHA]

To: Cheryl Chastine
Subject: RE: 3rd draft of articles
Importance: High

Dr. Chastine, the Secretary of State cannot accept our certificates directly from the Kansas Board of Healing Arts, as they require the corporation requestors to file/provide them directly to the Secretary of State, so please provide me with an address (#6 below) where I will be able to mail the certificate.

Thank you.

Patty Kostreles
Administrative Officer
Kansas State Board of Healing Arts
800 SW Jackson, Lower Level-Suite A
Topeka, KS 66612
(785) 296-3146
pkostreles@ksbha.ks.gov

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