

LAW OFFICES OF
PERRY D. MONIOUDIS, P.A.

4520 N.E. 18TH AVENUE
SUITE 101
FT. LAUDERDALE, FLORIDA 33334

TELEPHONE: (954) 771-8787
FAX: (954) 771-5557

N98000003759

June 22, 1998

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****122.50 ****122.50

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: GREEK AMERICAN MEDICAL SOCIETY OF SOUTH FLORIDA, INC.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of the Articles of Incorporation for the above referenced Florida Not for Profit corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these Articles stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,

Perry D. Monioudis
Perry D. Monioudis

Enclosures

cc: Zachary Menagakis, M.D.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 25 AM 8:39

PP
06-26-98

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 25 AM 8:39

GREEK AMERICAN MEDICAL SOCIETY OF SOUTH FLORIDA, INC.

ARTICLE I

NAME OF CORPORATION

The name of this organization shall be GREEK AMERICAN MEDICAL SOCIETY OF SOUTH FLORIDA, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III

GENERAL NATURE OF CORPORATION (PURPOSE)

(A) This corporation shall be NOT FOR PROFIT. The purpose of this corporation shall be to unite international physicians and health care professionals of Greek heritage or culture, to foster, promote and support medical research, educational and cultural programs of the highest possible standards, that will enrich the quality of life of the individual and the community that it serves. Any and all purposes of this corporation shall be for purposes that qualify for exemption from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or corresponding provisions of any future United States Internal Revenue Code and the regulations promulgated thereunder.

(B) This corporation shall not conduct or carry on any activities prohibited from being conducted or carried on (a) by an organization exempt from Federal taxation under Section 501(c)(3) of the Internal Revenue Code and the regulations thereunder, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the regulations promulgated thereunder.

(C) Under the provisions of Section 501 and 4945 of the Internal Revenue Code, this corporation may not grant funds to be used to carry on propaganda, to attempt to influence legislation, or to participate in, or intervene in or attempt to influence the outcome of political campaigns or elections.

ARTICLE IV

INITIAL BOARD OF DIRECTORS

There shall be five (5) members of the initial board of directors of the corporation. At no time shall there be less than four (4) members of the board of directors of the corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

NAME	ADDRESS
ZACHARY G. MENEGAKIS, M.D.	5300 N.W. 33RD AVENUE, SUITE 204 FT. LAUDERDALE, FLORIDA 33309
NICHOLAS TRANAKAS, M.D.	6405 NORTH FEDERAL HIGHWAY FT. LAUDERDALE, FLORIDA 33308
THOMAS C. BARTZOKIS, M.D.	825 MEADOWS ROAD, SUITE 111 BOCA RATON, FLORIDA 33486

ARISTIDES ZACHAROUDIS, M.D.

4801 NORTH FEDERAL HIGHWAY
SUITE 102E
FT. LAUDERDALE, FLORIDA 33308

DIMITRI C. PYRROS, M.D.

1800 NORTH FEDERAL HIGHWAY
POMPANO BEACH, FLORIDA 33062

The Board of Directors shall be elected or appointed in accordance with the manner provided in the corporate Bylaws.

ARTICLE V

CORPORATE OFFICERS

The affairs of the corporation are to be managed by a President, Vice President, Secretary and Treasurer. Such offices will be elected by the Board of Directors annually at the established annual meeting of the corporation, said date to be determined by the Board of Directors. The names and addresses of the persons who are to serve as officers until the first annual election of officers under these Articles of Incorporation are as follows:

OFFICE	NAME
PRESIDENT	ZACHARY G. MENEGAKIS, M.D. 5300 N.W. 33RD AVENUE, SUITE 204 FT. LAUDERDALE, FLORIDA 33309
VICE PRESIDENT	NICHOLAS TRANAKAS, M.D. 6405 NORTH FEDERAL HIGHWAY FT. LAUDERDALE, FLORIDA 33308
TREASURER	THOMAS C. BARTZOKIS, M.D. 825 MEADOWS ROAD, SUITE 111 BOCA RATON, FLORIDA 33486
SECRETARY	ARISTIDES ZACHAROUDIS, M.D. 4801 NORTH FEDERAL HIGHWAY

ASSISTANT SECRETARY/
ASSISTANT TREASURER

SUITE 102E
FT. LAUDERDALE, FLORIDA 33308

DIMITRI C. PYRROS, M.D.
1800 NORTH FEDERAL HIGHWAY
POMPANO BEACH, FLORIDA 33062

ARTICLE VI

NOT FOR PROFIT NATURE

The Corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the Corporation or the net assets upon liquidation shall inure to the benefit of any member. The Corporation may, however, reimburse its members for actual expenses incurred for or in behalf of the Corporation, and may pay compensation in a reasonable amount to its members for actual services rendered to the Corporation, as permitted by law.

ARTICLE VII

ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the Corporation is:

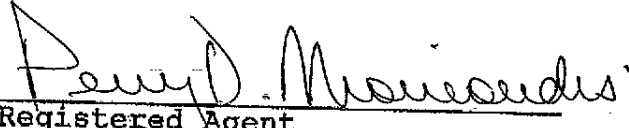
2100 N.W. 51ST STREET
BOCA RATON, FLORIDA 33431

ARTICLE VIII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 4520 N.E. 18th Avenue, Suite 101, Ft. Lauderdale, Florida 33334, and the initial registered agent of this Corporation at that address shall be Perry D.

Monioudis, who, by his signature below accepts this designation.


Registered Agent

ARTICLE IX

BY-LAWS

The By-Laws of the corporation are to be made, altered or rescinded by the Directors of the Corporation.

ARTICLE X

AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the act of the Board of Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.

ARTICLE XI

SUBSCRIBERS

The names and residence addresses of the subscribers of these Articles of Incorporation are:

NAME

ADDRESS

ZACHARY G. MENEGAKIS, M.D.

5300 N.W. 33RD AVENUE, SUITE 204
FT. LAUDERDALE, FLORIDA 33309

THOMAS C. BARTZOKIS, M.D.

825 MEADOWS ROAD, SUITE 111
BOCA RATON, FLORIDA 33486

ARTICLE XII

TAX EXEMPT STATUS

(A) This organization is being organized with the intention of exemption from Federal Income Taxes, and shall file all necessary documentation with all government agencies to obtain and maintain its tax exempt status. Upon its dissolution, it shall distribute its assets to an organization whose purpose is the same or similar to this organization.

(B) Said organization is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(C) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization

shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(D) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit or County Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Zachary G. Menegakis
ZACHARY G. MENEGAKIS, M.D., INCORPORATOR

Thomas C. Bartzokis
THOMAS C. BARTZOKIS, M.D., INCORPORATOR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 25 AM 8:39

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 18th
day of June, 1998, by ZACHARY G. MENEGAKIS, M.D., who is
personally known to me or who produced _____ as
identification and who did (did not) take an oath.

NOTARY PUBLIC

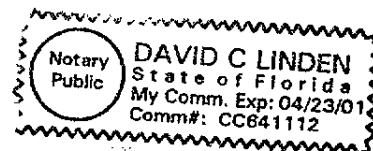
Sign: David Linden

Print: David Linden

My Commission Expires:

(SEAL)

STATE OF FLORIDA
COUNTY OF Broward



The foregoing instrument was acknowledged before me this 18th
day of June, 1998, by THOMAS C. BARTZOKIS, M.D., who is
personally known to me or who produced _____, as
identification and who did (did not) take an oath.

NOTARY PUBLIC

Sign: David Linden

Print: David Linden

My Commission Expires:

(SEAL)

