

PO0000056570
TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

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-05/25/00--01106--012
*****78.75 *****78.75

SUBJECT : HOLLY CARE & DIAGNOSTICS CORP.

Enclosed please find an original and one(1) copy of the articles of incorporation for the above corporation and check in the amount of \$78.75 including Certificate of Status fee of \$8.75

FROM: SAL GANEM
2124 N.E. 123 ST # 203
MIAMI, FL 33181
(305)8991259

FILED
00 MAY 25 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Additional copy of articles of incorporation is needed when certified copy is requested.

~~6-13
WE~~

Maria Mustelier
2124 NE 123 St. #38
N.Miami, Fl 33181

FILED
00 MAY 25 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jun. 7th,2000

Dept of State
Division of Corporations
409 E. Gaines St.
Tallahassee, Fl 32399

Att: Miss Wanda Cunningham

Dear Ms. Cunningham,

As per our telephone conversation today regarding Holly Care & Diagnostics Corp.,this is to confirm that I , the undersigned, Maria Mustelier have no intention of reinstating or revoking the dissolution of Holly Care & Diagnostics Corp. whose Document number is P97000047340.

Therefore, we hereby give up all right to the name of said entity.

Thank you for your cooperation and if you have any questions please call us at (305)899-1259

Regards


Maria Mustelier
Vice President

ARTICLES OF INCORPORATION
OF

Holly Care & Diagnostics Corp.

FILED
00 MAY 25 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations..

ARTICLE I

The name of the corporation shall be:

Holly Care & Diagnostics Corp.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to engage in and of any and all activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

100 shares @ \$1.00 par value.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law and said corporation's existence shall commence on the date of subscription and acknowledgment of this Certificate of Incorporation and upon the filing of the same by the Secretary of State.

ARTICLE V

The initial street address of said corporation shall be at

Holly Care & Diagnostics Corp.
2124 NE 123 St. #203
N.Miami, FL 33181

with the privilege of having its office and branch offices at other places within or without the State of Florida

ARTICLE VI

The number of directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have one (1) Director.

ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At no time shall the corporation be managed by the stockholders unless there is at least one(1) stockholder.

ARTICLE VIII

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

ARTICLE IX

The names and addresses of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected shall be:

NAMES

OFFICERS

Zulay Norris
17021 N. Bay Rd. #625
N.M.B., Fl 33160

President

Maria Mustelier
17021 N. Bay Rd. #625
N.M.B., Fl 33160

Vice President

ARTICLE X

These Articles may be amended, when approved by a majority of the Directors and Stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they by reason of being or having been directors or officers, except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any

other rights to which the indemnification may be entitled under any law, or by-law, agreement, vote of stockholders , or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

ARTICLE XI

The Registered Agent to accept service of process within this State for said corporation shall be:

Maria Mustelie

Address: 2124 NE 123 St #203
N.Miami, Fl 33181

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

[Handwritten Signature]

SIGNATURE

v.p

TITLE

5/10/00

DATE

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinabove named and the Incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this day of May, 2000

[Handwritten Signature]

SIGNATURE

5/10/00

DATE

STATE OF FLORIDA COUNTY : DADE

Before me the undersigned authority personally appeared Maria Mustelie known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 10 day of May, 2000
My Commission Expires

[Handwritten Signature]

Notary Public

