

P01000001263

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To: Division of Corporations
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FROM: Account Name : EMPIRE CORPORATE KIT COMPANY
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EFFECTIVE DATE
01-02-01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -3 AM 11:08

FLORIDA PROFIT CORPORATION OR P.A.

PETER L. BABINSKI, M.D., P.A.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION
OF

EFFECTIVE DATE
01-02-01

PETER L. BABINSKI, M.D., P.A.

HO 1000001040

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DIVISION OF CORPORATIONS
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ARTICLE I - NAME

The name of this Corporation is Peter L. Babinski, M.D., P.A.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on January 2, 2001.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business and engaging in the practice of dermatology.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPLE OFFICE

The street address of the initial registered office of this Corporation is 800 East Broward Boulevard, #103, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this Corporation at that address is Peter L. Babinski. The street address of the principle office is 800 East Broward Boulevard, #103, Fort Lauderdale, Florida 33301.

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

NO 000001040

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never have less than one (1). The name and address of the initial Director of this Corporation is:

Peter L. Babinski
800 East Broward Boulevard, #103
Fort Lauderdale, Florida 33301

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these Articles is (are):

Peter L. Babinski
800 East Broward Boulevard, #103
Fort Lauderdale, Florida 33301

ARTICLE X - AMENDMENT

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

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Article of Incorporation on this 2nd day of January, 2001.



Peter L. Babinski

NO 1000001040

STATE OF FLORIDA
COUNTY OF BROWARD

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The foregoing instrument was acknowledged before me this 2nd day of January, 2001, by Peter L. Babinski, who are personally known to me or who have produced a driver's license as identification and who did take an oath.

sign Lisa Ann Block

print Lisa Ann Block

State of Florida at Large
My Commission Expires:



LISA ANN BLOCK
My Comm Exp. 4/02/2001
Bonded By Service Ins
No. CCG35816
(Personally Known) (Other) (D)

HO 1000001040

HO 1000001040

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

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

First: Peter L. Babinski, M.D., P.A., desiring to be organized under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida, has named Peter L. Babinski, whose business office is located at 800 East Broward Boulevard, #103, Fort Lauderdale, Florida 33301 as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

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 provision of said Act relative to keeping open said office.

Peter L. Babinski

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