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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 MAR 20 PM 12:50

3-25-03

## TRANSMITTAL LETTER

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

SUBJECT: PA SURGICAL INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☒ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status  
**ADDITIONAL COPY REQUIRED**

FROM: RICK YAROSH  
                                    Name (Printed or typed)

251 - 172nd Street, Suite 121,  
                                    Address

Sunny Isles Beach, Florida 33160  
                                    City, State & Zip

(954) 937-7425  
                                    Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
FOR  
PA SURGICAL, INC.**

The undersigned incorporate(s) for the purpose of forming a corporation under the Business Corporation Act in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit).

**ARTICLE I      NAME**

The name of the corporation shall be: PA SURGICAL, INC.

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business/mailing address is:

251 – 172<sup>nd</sup> Street, Suite 121  
Sunny Isles Beach, FL 33160

**ARTICLE III      PURPOSE**

The purpose for which the corporation is organized is:  
This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE IV      SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100000 SHARES HAVING PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.  
THE CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL  
BE FIXED BY THE BOARD OF DIRECTORS.

**ARTICLE V      REGISTERED AGENT**

The name and address of the initial registered agent is:

RICK YAROSH  
220 S.W. 9<sup>th</sup> Ave, # 407  
HALLANDALE, FL 33009


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SECRETARY OF CORPORATIONS  
03 MAR 20 PM 12:50

ARTICLE VI INCORPORATOR

The name and street address of the incorporator is:

RICK YAROSH  
220 S.W. 9<sup>th</sup> Ave, # 407  
HALLANDALE, FL 33009

The undersigned incorporator has executed these Articles of Incorporation

  
Rick Yarosh, Incorporator

03/15/2003  
Date

.....  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Rick Yarosh, Registered Agent

03/15/03  
Date

STATE OF FLORIDA

COUNTY OF DADE

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared the subscriber(s), who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

In witness whereof, I have hereunto set my hand and official seal at said county and state,

this 15 day of MARCH, 2003





LEV KOBRIN  
MY COMMISSION # DD 177429  
EXPIRES: April 29, 2007  
Bonded Thru Budget Notary Services

## **ARTICLE VII INITIAL OFFICERS/DIRECTORS**

The name(s) and post office address(es) of the members of the Board of Directors and officer(s) who shall hold office for the corporation is (are) as follows:

1. Rick Yarosh /President      220 S.W. 9<sup>th</sup> Ave, #407, Hallandale, FL 33009

## **ARTICLE VIII TERM OF EXISTENCE**

This corporation is to exist perpetually.

## **ARTICLE IX BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

## **ARTICLE X INDEMNIFICATION**

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

## **ARTICLE XI PREEMPTIVE RIGHTS**

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

## **ARTICLE XII AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.