



# Prentice Hall Legal & Financial Services

ATTN: NS2 (904) 222-7495

1201 HAYS STREET, SUITE 105  
TALLAHASSEE, FL 32301

In CORPORATION(S) NAME

CHARTER NUMBER

1st Care Family Walk-In Medical Center Management etc.

# P95000007587

- |   |  |
|---|--|
| <input type="checkbox"/> Amendment to               | <input type="checkbox"/> Member                                      |
| <input type="checkbox"/> Annual Report              | <input type="checkbox"/> Name Reservation                            |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration                           |
| <input type="checkbox"/> Dissolution/Withdrawal     | <input type="checkbox"/> Non-Profit/Articles of Incorporation        |
| <input type="checkbox"/> Domestication              | <input type="checkbox"/> Other                                       |
| <input type="checkbox"/> Fictitious Business Name   | <input checked="" type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Foreign - Profit           | <input type="checkbox"/> Reinstatement                               |
| <input type="checkbox"/> Foreign - Non-Profit       | <input type="checkbox"/> Resignation of R.A., Off/Dir                |
| <input type="checkbox"/> Limited Partnership        | <input type="checkbox"/> Trademark                                   |
| <input type="checkbox"/> Limited Liability          | <input type="checkbox"/> UCC/Filing 1                                |
| <input type="checkbox"/> Mtr. Veh.                  | <input type="checkbox"/> UCC/Filing 3                                |

FILED  
JAN 30 11 08 59  
TALLAHASSEE, FL

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS                  |
| <input type="checkbox"/> Photocopy                 | <input type="checkbox"/> Good Standing        |
| <input type="checkbox"/> Corporate Print-Out       | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search   |   |

Walk in    ( ) Call if Problem    ( ) Will Wait     Pick up 1/30/11.08  
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

H. SIMS JAN 30 1995

BRANCH ORDERING: mia BY: AMS  
 BRANCH RECEIVING: Tally BY: NS2  
 REF/JOB # \_\_\_\_\_  
 CLIENT MATTER # \_\_\_\_\_  
 SAME DAY \_\_\_\_\_ 24 HR \_\_\_\_\_ ROUTINE \_\_\_\_\_  
 VERBAL REQUESTED:  YES OR  NO  
 DATE SENT:     MAIL FAX  FED EXP.  
 FILED:      
 SENT TO: BRANCH \_\_\_\_\_ CLIENT   
 SPECIAL INSTRUCTIONS: \_\_\_\_\_

CHECK #	_____
ST./CTY/ FEES	<u>122.50</u>
CORR. FEE/ SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

ARTICLES OF INCORPORATION  
OF  
1st IN CARE FAMILY WALK-IN  
MEDICAL CENTER MANAGEMENT, INC.

FILED  
95 JAN 30 PM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the Florida Business Corporation Act.

ARTICLE I

Name. The name of this corporation is:

1st In Care Family Walk-In Medical Center Management, Inc.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 5661 Red Bug Lake Road, Winter Springs, Florida 32708.

ARTICLE III

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 400 shares of common stock having \$0.01 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 5661 Red Bug Lake Road, Winter Springs, Florida 32708, and the name of the

initial registered agent of the corporation at that address is Max Toledo.

#### ARTICLE VII

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Max Toledo	5661 Red Bug Lake Road Winter Springs, Florida 32708

#### ARTICLE VIII

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

#### ARTICLE IX

Amendment to Articles. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

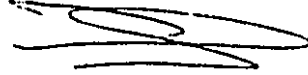
#### ARTICLE X

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

#### ARTICLE XI

Preemptive Rights. Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he 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.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 27th day of January, 1995 and I accept the duties and responsibilities of Registered Agent for the Corporation as set forth in the Florida Business Corporation Act.



Max Toledo

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FILED  
95 JAN 30 PM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA