

P95000033207

TRANSMITTAL LETTER

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

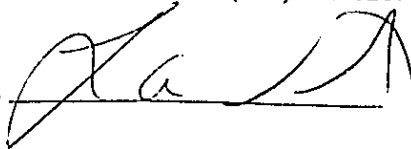
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****122.50 ****122.50

SUBJECT: MARFLE UNITED LTD.:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50. Please send me a Certificate of Incorporation.

FROM: Louis A. Viamontes M.D.
59 N. River Rd.
Stuart, Fl. 34994
Tel: (407) 287-2518
Fax: (407) 287-1209

Sincerely,



FILED
95 APR 26 PM 11:49
DEPT. OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/27/95

~~4/27/95~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 14, 1995

LOUIS A. VIAMONTES M.D.
59 N. RIVER ROAD
STUART, FL 34994

SUBJECT: MARELLE UNITED LTD.
Ref. Number: W95000008062

We have received your document for MARELLE UNITED LTD. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 695A00017277

CERTIFICATE OF INCORPORATION

OF

95 APR 26 AM 11:48

MARELLE UNITED LTD. Inc. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

First, the name of the CORPORATION IS MARELLE UNITED LTD. Inc.

Second, its registered office in the State of Florida is to be located at
59 N River Rd., in the city of Stuart, County of Martin.

Third, the registered agent is Louis A. Viamontes M.D. and the registered
agent's address is: Louis A. Viamontes M.D.

59 N. River Rd.

Stuart, Fl. 34994

Tel: (407) 287-2518

Fax: (407) 287-1209

Fourth, the nature of the business and objects and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz: "The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general Corporation Law of Florida."

Fifth, the corporation shall have the authority to issue two classes of stock. the classification and par value of each share of stock shall be as follows:
1,000 Shares of Common stock, each share to have a Par Value of \$1 per share Par Value, designated as Class A Common Stock; and 1,000 shares of Preferred Stock with a Par Value of \$1 each share, designated as Class B Preferred Stock. The holder of Class A Preferred Stock shall be allowed one vote per share of Class A Preferred Stock at the time of Corporate elections. The holder of Class B Common Stock shall not be allowed to vote during Corporate elections unless he also holds Class A Preferred Stock. Said preferred and common stock may be issued from time to time in one or more classes or series, with such dividend rates, voting rights, rights of conversions, rights upon dissolution or liquidation and with such designations, preferences and relative participation, optional or other special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.

Sixth, the name and mailing address of the incorporator is as follows:

NAME

POST OFFICE ADDRESS

Louis A. Viamontes M.D.

59 N. River Rd.

Stuart, Fl. 34994



Stuart Surgical Clinic, P.A.

FILED

Louis A. Viamontes, M.D.
S. Scott Tapper, M.D.

95 APR 26 AM 11:48

East Ocean Blvd.
Stuart, FL 34994
Tel: (407) 287-7518
1-800-280-6533
(407) 287-1209

SEAL OF THE
TALLAHASSEE, FLORIDA

1701 Hillmoor Dr.
Suite 18
Port St. Lucie, FL 34952
Tel: (407) 398-0154

April 24, 1995

Re: Marelle United Ltd. Inc.
Ref # W95000008062

To whom it may concern

Please note that the corporate address is the same as that
of the Registered Agent. (59 N. River Rd. Stuart, FL 34994)

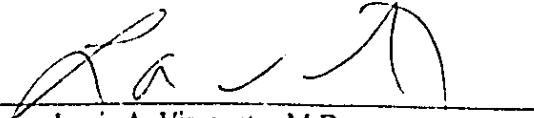
Sincerely



Louis A. Viamontes, M.D.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of April, 1995.

Signature: _____

A handwritten signature in black ink, appearing to be 'Louis A. Viamontes', written over a horizontal line.

Louis A. Viamontes M.D.
59 N. River Rd.
Stuart, Fl. 34994

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

95 APR 26 AM 11:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of the State of Florida, submits the following statement designating the Registered office/Registered Agent, in the State of Florida.

1. The name of the Corporation is: MARELLE UNITED LTD. Inc.
2. The name and address of the registered agent and office is:
Louis A. Viamontes M.D.
59 N. River Road
Stuart, Fl. 34994
Tel: (407) 287-2518
Fax: (407) 287-1209

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: _____

