

PA7000006911

January 13, 1997

FLORIDA DEPARTMENT OF STATE  
DIVISION OF INCORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

Attn: New Filings Section

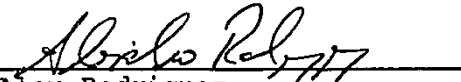
Enclosed please find the notarized Articles of  
Incorporation for E.M.B. SERVICES OF SOUTH FLORIDA, INC.,  
as well as my check in the amount of \$122.50 .

Please send all correspondence to :

Robert O. Vega  
14461 S.W. 83 St.  
Miami, FL 33183

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-01/17/97--01073--01?  
\*\*\*\*122.50 \*\*\*\*122.50

Yours truly,

  
Alex Rodriguez

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 17 AM 10:18

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION  
OF  
E.M.B. SERVICES OF SOUTH FLORIDA, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE 1  
NAME**

The name of the Corporation is:

E.M.B. SERVICES OF SOUTH FLORIDA, INC.

**ARTICLE II  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III  
NATURE OF BUSINESS**

The nature of the business to be conducted by the Corporation is:

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV  
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE V  
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI  
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is:

14461 S.W. 83 St.  
Miami, FL 33186

The name of the registered agent at such address is:

Robert O. Vega

**ARTICLE VII  
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

6666 S.W. 166 Dr.  
Penbroke Pines, FL 33331

**ARTICLE VIII  
DIRECTORS**

The initial board of directors of the Corporation shall consist of two (2) members. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the members of the first board of directors are:

<u>NAME</u>	<u>ADDRESS</u>
Alex Rodriguez	6666 S.W. 166 Dr. Penbroke Pines, FL 33331
Gricet T. Rodriguez	6666 S.W. 166 Dr. Penbroke Pines, FL 33331

**ARTICLE IX  
INCORPORATOR**

<u>NAME</u>	<u>ADDRESS</u>
Alex Rodriguez	6666 S.W. 166 Dr. Penbroke Pines, FL 33331

**ARTICLE X  
INDEMNIFICATION**

The Corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE XI  
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN  
OTHER PREINCORPORATION EXPENSES;  
ADOPTION OF CONTRACTS**

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

**ARTICLE XII  
RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14<sup>TH</sup> day of JANUARY, 1997.

Alex Rodriguez

Alex Rodriguez

Gricet T. Rodriguez

Gricet T. Rodriguez

STATE OF FLORIDA:

:SS

COUNTY OF DADE :

ON this 14<sup>TH</sup> day of JANUARY, 1997, before me, a Notary Public duly authorized in the State and County last aforesaid, personally appeared ALEX RODRIGUEZ AND GRICET T. RODRIGUEZ known to me to be the persons whose names are subscribed to the above Articles of Incorporation, and who acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

My Commission expires:

Robert O Vega  
Notary Public, State of Florida



ROBERT O. VEGA  
COMMISSION # CC 490412  
EXPIRES OCT 15, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JAN 17 AM 10: 18

**CERTIFICATION DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST - THAT E.M.B. SERVICES OF SOUTH FLORIDA, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE  
STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS  
LOCATED IN THE CITY OF MIAMI, STATE OF FLORIDA

HAS NAMED ROBERT O. VEGA  
LOCATED AT 14461 S.W. 83 St.

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS.

SIGNATURE  
TITLE

Alvin R. Kelly, Jr. Pres.  
PRESIDENT  
(CORPORATE OFFICER)

DATE

01/14/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND  
I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE  
OF MY DUTIES.

SIGNATURE

Robert O. Vega  
ROBERT O. VEGA  
REGISTERED AGENT

DATE

01/14/97



ROBERT O. VEGA  
COMMISSION # CC 400412  
EXPIRES OCT 15, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.