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ACCOUNT NO. : 072100000032

REFERENCE : 484475 9512A
Patricia K...

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 4, 1997

ORDER TIME : 3:11 PM

ORDER NO. : 484475-005

CUSTOMER NO: 9512A

900002258759--7

CUSTOMER: Steven Lederer, Esq
STEVEN J. LEDERER, ESQ

Suite 100
2450 Ne Miami Gardens Drive
North Miami Bea, FL 33180

DOMESTIC FILING

NAME: PHYSICIANS DIAGNOSTIC SYSTEMS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 AUG -5 AM 8:53
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

RECEIVED
97 AUG -5 PM 3:42
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

SN AUG - 6 1997

FILED

97 AUG -5 AM 8:53

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PHYSICIANS DIAGNOSTIC SYSTEMS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PHYSICIANS DIAGNOSTIC SYSTEMS, INC.

The address of the principal office of this corporation shall be 530 Melaleuca Lane, Miami, Florida 33137 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2450 North East Miami Gardens Drive, North Miami Beach, Florida 33180 and the name of the initial registered agent of the corporation at that address is Steven Lederer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Rachelle Weiss
Dir.

530 Melaleuca Lane
Miami, Florida 33137

Jack Press, Jr.
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Rachelle Weiss 530 Melaleuca Lane
Pres. Miami Florida 33137

Jack Press, Jr. Same
V.Pres./Sec./Treas.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 4, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT

I, *STEVEN L. J. LEDERER, Esquire, the undersigned, having*
been designated as the Registered Agent in the above and foregoing

Articles of Incorporation of:

_____ do hereby accept such designation and agree to comply with the laws

of the State of Florida relative thereto.

FILED
97 AUG -5 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By: _____

STEVEN L. J. LEDERER, Esquire
Registered Agent
Suite 100
2450 N. E. Miami Gardens Drive
North Miami Beach, FL, 33180
Phone: (305) 935-6300