

P99000014445

TRANSMITTAL LETTER

99 JAN -8 AM 10:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

300002734258--5
-01/08/99--01031--002
*****78.75 *****78.75

EFFECTIVE DATE
1-5-99

SUBJECT: JAHZEEL MEDLAB SERVICES, INC.
(Proposed corporate name - must include suffix)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: VICTOR P. RINCON
Name (printed or typed)
427 BILTMORE WAY STE # 100
Address
CORAL GABLES, FL. 33134
City, State & Zip
305- 884-4900
Daytime Telephone number

305 461-5679

F. CHESSER

FEB 15 1999

~~W. G. S. b~~
says not exist.
did not exist.

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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99 JAN -8 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 11, 1999

VICTOR P RINCON
427 BILTMORE WAY STE 100
CORAL GABLES, FL 33134

SUBJECT: JAHZEEL MEDLAB SERVICES, INC.
Ref. Number: W99000000656

We have received your document for JAHZEEL MEDLAB SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide complete business street addresses for the directors, officers and incorporators.

Please return the original and one copy of 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 (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 599A00001133

ARTICLES OF INCORPORATION

ARTICLE ONE

NAME :

THE NAME OF THE CORPORATION SHALL BE :
JAHZEEL MEDLAB SERVICES, INC.

RECORDED
1-5-99

ARTICLE TWO

NATURE OF BUSINESS :

MEDICAL SERVICES

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE LAWS OF THE ESTATE OF FLORIDA.

ARTICLE THREE

TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE UNLESS SOONER DISSOLVED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA. THE DATE ON WHICH CORPORATE EXISTENCE SHALL BEGIN: 01/05/99_

ARTICLE FOUR

MINIMUM CAPITAL :

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL NOT BE LESS THAN TWO-HUNDRED FIFTY DOLLARS (\$ 250.00) OR SUCH GREATER AMOUNT AS MAY BE REQUIRED BY LAW. THE INITIAL CAPITAL IS : \$ 500.00

ARTICLE FIVE

NUMBER OF DIRECTORS

THIS CORPORATION SHALL AT ALL TIMES HAVE AT LEAST ONE DIRECTOR WHO IS A CITIZEN OR RESIDENT OF THE UNITED STATES OF AMERICA. THE STOCKHOLDERS OF THE CORPORATION MAY FROM TIME TO TIME, AND AT ANY TIME, INCREASE OR DIMINISH THE SIZE

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OF THE BOARD OF DIRECTORS OF THIS CORPORATION, PROVIDED THAT:
THE CORPORATION SHALL AT ALL TIMES HAVE A MINIMUM OF ONE DIRECTOR.

ARTICLE SIX

CLASSES OF DIRECTORS :

THE BY-LAWS OF THE CORPORATION MAY PROVIDE THAT THE DIRECTORS BE DIVIDED INTO TWO OR MORE CLASSES WHOSE TERMS OF OFFICE SHALL RESPECTIVELY EXPIRE AT DIFFERENT TIMES, PROVIDED THAT NO SUCH TERMS SHALL CONTINUE LONGER THAN THREE (3) YEARS, AND PROVIDED FURTHER THAT AT LEAST ONE-FOURTH IN NUMBER OF DIRECTORS SHALL BE ELECTED ANNUALLY.

ARTICLE SEVEN

THIS CERTIFICATE OF INCORPORATION MAY BE AMENDED IN ANY MANNER CONSISTENT WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE EIGHT

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SHARES OF STOCK AS FOLLOWS:

A. DESIGNATION: THE STOCK OF THIS CORPORATION SHALL BE KNOWN AS COMMON STOCK.

B. AUTHORIZED: THE NUMBER OF SHARES OF COMMON STOCK THAT THIS CORPORATION MAY ISSUE IS 50 SHARES.

C. PAR VALUE : EACH SHARE OF COMMON STOCK SHALL HAVE THE PAR VALUE OF :NO PAR

D. CONSIDERATION: SHARES OF COMMON STOCK MAY ISSUED IN EXCHANGE FOR CASH, REAL PROPERTY, LABOR OR SERVICES RENDERED, OR ANY OF THE FOREGOING COMBINATIONS, THE JUDGMENT OF THE BOARD OF DIRECTORS AS TO THE VALUE OF ANY SUCH CONSIDERATION SHALL BE CONCLUSIVE.

E. NONASSESABILITY: EACH SHARE OF COMMON STOCK SHALL BE ISSUED IN EXCHANGE FOR CONSIDERATION WHICH IS AT LEAST EQUAL

TO THE PAR VALUE THEREOF, AND SHALL BE FULLY PAID AND NONASSESSABLE.

F. VOTING RIGHTS: EACH SHARE OF COMMON STOCK SHALL ENTITLE THE RECORD HOLDER THEREOF TO ONE VOTE UPON EACH PROPOSAL PRESENTED AT MEETING OF THE STOCKHOLDERS OF THE CORPORATION.

G. ACCUMULATIVE VOTING. NO HOLDER OF COMMON STOCK SHALL BE ENTITLED TO ANY RIGHT OF ACCUMULATIVE VOTING.

H. DIVIDENDS: RECORD HOLDERS OF COMMON STOCK ARE ENTITLED TO RECEIVE THEIR PRO-RATA SHARE OF ANY DIVIDENDS THAT MAY BE DECLARED BY THE BOAR OF DIRECTORS OUT OF ASSETS LEGALLY AVAILABLE FOR SUCH PURPOSE.

I. LIQUIDATION RIGHTS: HOLDERS OF COMMON STOCK ARE ENTITLED, IN THE EVENT OF LIQUIDATION OR DISSOLUTION OF THIS CORPORATION, TO RECEIVE THEIR PRO-RATA SHARE OF ANY ASSETS OF THIS CORPORATION REMAINING AFTER PAYMENT OF ALL CORPORATE DEBTS AND OBLIGATIONS.

REGISTERED AGENT SUBSCRIBER / INITIAL DIRECTOR AND
INITIAL PRINCIPAL OFFICE

THE UNDERSIGNED INDIVIDUAL, A UNITED STATES CITIZEN OR
RESIDENT COMPETENT TO CONTRACT, EXECUTES THIS CERTIFICATE
OF INCORPORATION AS SOLE SUBSCRIBER, INITIAL DIRECTOR, AND
FIRST REGISTERED AGENT. THE UNDER-SIGNED INDIVIDUAL SHALL
HOLD OFFICE AS A DIRECTOR AND REGISTERED AGENT UNTIL HIS/HER
SUCCESSORS HAVE QUALIFIED, FOLLOWING THEIR ELECTION OR
APPOINTMENT. THE STREET ADDRESS OF SUCH INDIVIDUAL SHALL
BE THE INITIAL STREET ADDRESS IN FLORIDA OF THE PRINCIPAL
OFFICE OF THIS CORPORATION. THIS CORPORATION MAY CHANGE ITS
REGISTERED AGENT AND PRINCIPAL OFFICE AT ANY TIME.

SUBSCRIBER/REGISTERED AGENT: VICTOR P. RINCON

(SS#592-25-9587) SIGNATURE

STREET ADDRESS/ PRINCIPAL OFFICE:

427 BILTMORE WAY STE 100 CORAL GABLES FL. 33134

DIRECTOR:

(SS#) SIGNATURE

STREET ADDRESS/ DIRECTOR:

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER DOES, MAKE
SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE
PURPOSE OF FORMING A CORPORATION FOR PROFIT UNDER THE LAWS
OF THE STATE OF FLORIDA.

DATE: . SIGNATURE

VICTOR P. RINCON

STATE OF FLORIDA /COUNTY OF DADE

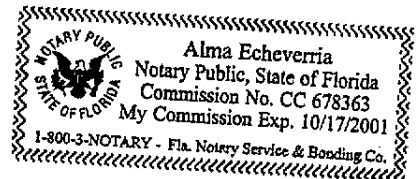
BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY
APPEARED, VICTOR P. RINCON

TO ME WELL KNOWN, AND
KNOWN TO ME THE INDIVIDUAL DESCRIBED IN, AND WHO EXECUTED
THE FOREGOING CERTIFICATE OF INCORPORATION, AND WHO ACKNOW-
LEDGE BEFORE ME THAT THE SAME WAS EXECUTED FOR THE PURPOSE
THEREIN EXPRESSED.

IN WITNESS WHEREOF I HAVE HEREUNTO AFFIXED MY HAND AND
OFFICIAL SEAL, AT HIALEAH, DADE COUNTY, FLORIDA.

DATE.01/05, 1998

ALMA ECHEVERRIA
NOTARY PUBLIC



99 JAN -8 AM 10: 22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AN
AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHARTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT.

FIRST THAT :VICTOR P. RINCON (SS#592-25-9587) IS
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA
WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE ARTICLES OF
INCORPORATION AT THE CITY OF: MIAMI

COUNTY OF MIAMI-DADE __, STATE OF FLORIDA, HAS

NAMED REGISTERED AGENT OF: JAHZEEL MEDLAB SERVICES, INC. __

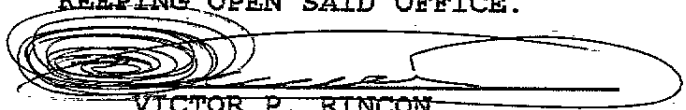
LOCATED AT: 427 BILTMORE WAY STE 100. CORAL GABLES FL. 33134 __

COUNTY OF: MIAMI-DADE __ STATE OF: __ FLORIDA __

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND
AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO
KEEPING OPEN SAID OFFICE.



VICTOR P. RINCON
(REGISTERED AGENT)


ALMA ECHEVERRIA
NOTARY PUBLIC.

NOTARY PUBLIC
STATE OF FLORIDA
Alma Echeverria
Notary Public, State of Florida
Commission No. CC 678363
My Commission Exp. 10/17/2001
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.