

# N010000007536

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October 19, 2001

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

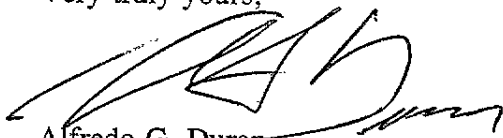
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: MINORITY HEALTH CARE CENTER CORP.**

Dear Sir:

Enclosed please find original and copy of the above captioned articles of incorporation together with my trust account check in the amount of \$78.75 for the purpose of registering the above corporation. Please be good enough to send the certified copy to the undersigned.

Very truly yours,



Alfredo G. Duran

AGD:ng

FILED  
01 OCT 22 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

D. WHITE OCT 23 2001

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**ARTICLES OF INCORPORATION  
OF  
MINORITY HEALTH CARE CENTER CORP.**

**FILED**

**01 OCT 22 PM 2:36**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation Not for Profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities for a corporation not for profit.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation shall be:

**MINORITY HEALTH CARE CENTER CORP.**

**ARTICLE II**

This corporation is to exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State.

**ARTICLE III**

The initial post office address of the principal office of the Corporation in the State of Florida is 2601 So. Bayshore Dr., Miami, Florida 33133. The Board of directors may from time to time move the principal office to any other address in the State of Florida.

**ARTICLE IV**

The purpose of this corporation shall be to treat low income patients afflicted by AIDS (Acquired Immunity Defense Syndrome) in the community at large to every educational program bringing an awareness to the communities of the treatment prevention of AIDS (Acquired Immunity Defense Syndrome); to provide to indigent and to low income patients in the community afflicted with AIDS (Acquired Immunity Defense Syndrome) with counseling and support to combat and prevent the spread of AIDS (Acquired Immunity Defense Syndrome).

**ARTICLE V**

The corporation shall have the powers granted corporations under the laws of the State of Florida. However, notwithstanding anything herein to the contrary, the corporation shall exercise only such power as well qualify it as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent internal revenue law.

Notwithstanding anything herein appearing to the contrary, this corporation shall not carry on any activities not permitted to be carried on under the corporate not-for profit laws of the State of Florida and by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States internal revenue law.

Upon the dissolution of the corporation, the assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Miami-Dade County court having jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VI

The initial registered office of this corporation is 2601 So. Bayshore Drive, Suite 1400, Miami, Florida 33133.

The name of the registered agent at such address is ALFREDO G. DURAN.

#### ARTICLE VII

The corporation shall have five (5) directors who shall be elected serve for a period of one (1) year.

#### ARTICLE VIII

The name and address of the incorporators of this corporation are:

ALBENA SUMNER  
1360 N.W. 37th Street  
Miami, Florida 33142

TOMASA DEL TORO  
17337 N.W. 62nd Court  
Miami, Florida 33055

HELENA C. QUINONES  
12645 S.W. 43rd Street  
Miami, Florida 33175

#### ARTICLE IX

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 a member of the Board of Directors, at a Board of Directors' meeting, by majority of those directors entitled to vote thereon.

#### ARTICLE X

Members of the Board of Directors shall be elected by the members of the Corporation through a majority vote at the annual meeting of the corporation.

ARTICLE XI

Initially this corporation shall have the following initial officers whose names and positions are as follows:

ALBENA SUMNER	President
TOMASA DEL TORO	Secretary
HELENA C. QUINONES	Treasurer

ARTICLE XII

Members of this corporation are those persons proposed by a Director at a meeting of the Board of Directors and selected through a majority vote of those Directors present.

ARTICLE XIII

The By-Laws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.


ARTICLE XIV

No part of the income of the Corporation shall be distributed to its members, except as compensation for services rendered.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 25 day of SEPTEMBER, 2001.

  
ALBENA SUMNER

  
TOMASA DEL TORO

  
HELENA C. QUINONES

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01 OCT 22 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
ALFREDO G. DURAN