

No3000003366

Lourdes Feijoo

(Requestor's Name)

8326 SW 8th St.

(Address)

(Address)

Miami, FL 33144

(City/State/Zip/Phone #)

☐ PICK-UP

☒ WAIT

☐ MAIL

Medical Alliance Inc.

(Business Entity Name)

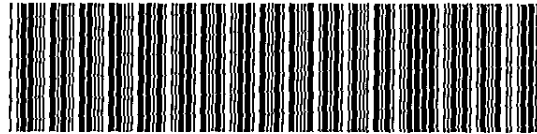
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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION OF  
MEDICAL ALLIANCE, INC.

A Florida Non-Profit Organization

Y2003

**ARTICLES OF INCORPORATION OF  
MEDICAL ALLIANCE, INC.**

FILED  
03 APR 18 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A Florida Non-Profit Organization**

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

**ARTICLE I**

The name of this Corporation shall be:

**MEDICAL ALLIANCE, INC.**

**ARTICLE II**

The specific and primary purpose for which this corporation is formed shall be to provide Free Medical Services for Low Income Families of the Communities of Miami Dade area and annexed Communities. The Free Medical Services to be provided by this organization will be but not be limited to the following needs: General Medicine, Complimentary or Diagnostic Studies, Pediatrics, Orthopedics and, Obstetric, Dentistry, Counseling and any other Physical Deficiency no named in the foregoing list. The Corporation shall also provide Educational and Teaching Support Services to the Whole man: Spirit, Soul and Body Prevention and Outreach Services, Drug Education and Sickness Prevention, Support Services for families in our Communities who are seeking assistance in solving Family Problems, and any other activity or business lawfully permitted under the law of the United States, the State of Florida or any other state, country, territory or nation..

**ARTICLE III**

The address of the principal office of this corporation shall be 8326 SW 8th St. Miami Fl. 33144, and the mailing address shall be the same

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#### **ARTICLE IV**

The property of this corporation shall never inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual..

#### **ARTICLE V**

The Corporation shall never have less than four directors nor more than twenty five directors. The directors are elected at the annual meeting.

#### **ARTICLE VI**

This corporation is to exist perpetually.

#### **ARTICLE VII**

The names and address of the initial Board of Directors of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Lourdes Feijoo, President  
8326 SW 8th St.  
Miami Fl. 33144

Yolanda Lofts, Vice President  
2635 SE 20th Ct.  
Homestead, Fl. 33035

Rev. Fermin I. Castañedas, Treasurer  
1604 Bay Rd. #2  
Miami Beach Fl. 33139

Diana Diaz, Secretary  
362 E. 5th St. #1  
Hialeah, Fl. 33010

## **ARTICLE VIII**

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

Lourdes Feijoo  
8326 SW 8th St  
Miami Fl. 33144

Yolanda Lofts  
2635 SE 20th St  
Homestead, Fl. 33035

Rev. Fermin I. Castañedas  
1604 Bay Rd. #2  
Miami BEach Fl. 33139

Diana Diaz  
362 E. 5th St. #1  
Hialeah, Fl. 33010

## **ARTICLE IX**

The Street Address of the principal office of the corporation is 8326 SW 8th ST., Miami  
Fl. 33144

## **ARTICLE X**

The initial registered office and the name of the initial registered agent is:

Lourdes Feijoo  
8326 SW 8th St.  
Miami Fl. 33144

## **ARTICLE XI**

(a) **BOARD OF DIRECTORS:** The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of directors. The initial number of directors of the corporation shall be four, provided, however, that such number may be changed by a bylaw duly adopted by the corporation.

The directors named in Article VII shall hold office until such time as an election of directors shall be held.

Directors elected at the first annual meeting, shall serve for the term of one year until the annual meeting of members following the election of directors and until the qualification of the successors in office.

(b) **Corporate Officers:** The board of directors shall elect the following officers: President, Vice-President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors.:

## **ARTICLE XII**

Upon the dissolution or liquidation of this corporation, its assets remaining after payment of or providing for all liabilities, contingent or otherwise, will be disposed or distributed exclusively not for profit purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding provision of any future United States Internal Revenue law, in accordance with the decision of the board of directors of this corporation. Any assets not so disposed of or distributed by the board of directors, or the proper court with jurisdiction, will be disposed or distributed exclusively to such organization(s) to be determined by the court, which are organized and operated exclusively for such purposes.

## **ARTICLE XIII**

Notwithstanding any other provision of these articles or state law, this corporation shall not, except to an insubstantial degree, engage in any activities (Endorsing any Political Party/Racial etc.) or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE XIV


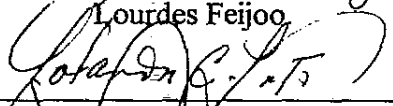
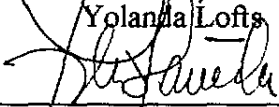
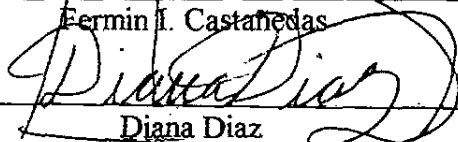
In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for willful misconduct in the performance of his duties.

The board of directors is hereby authorized to obtain directors and officers liability insurance covering acts heretofore and hereafter occurring and to pay for same from funds of the corporation.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

IN WITNESS WHEREOF, the undersigned of MEDICAL ALLIANCE, INC  
being the incorporators of this corporation, for the purpose  
of forming this organization under the laws of the State of Florida, has executed these  
articles of incorporation on this 14th days of MARCH of 2003, at Miami Dade, Florida.

Incorporators:

  
Lourdes Feijoo  
  
Yolanda Lofts  
  
Fermin I. Castaneda  
  
Diana Diaz

**STATE OF FLORIDA**

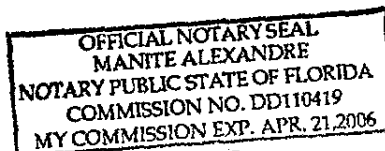
**MIAMI DADE COUNTY**

**I HEREBY CERTIFY** that on this day before me a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared Lourdes Feijoo, Yolanda Lofts, Fermin I. Castaneda and Diana Diaz to me well known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation, and have acknowledged before me that they subscribed to these Articles of Incorporation.

**WITNESS** my hand official seal in the County and State named above this 14th days of March of 2003.

*Manite L. Alexandre*

**NOTARY PUBLIC**  
**State of Florida At Large**



**My Commission Expires**

## CERTIFICATE

FILED  
03 APR 18 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance with said act:

That MEDICAL ALLIANCE, INC. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, Miami Dade, State of Florida, has named Lourdes Feijoo, located at 8326 SW 8th Sr. Miami Fl. 33144, as its agent to accept service of process within this state.

### ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment, agree to act in this capacity, and familiar with and hereby accept the duties and responsibilities or registered agent for said corporation.

SIGNED BY: Lourdes Feijoo  
AGENT.

Given in This 14th days of March of 2003 at Miami Dade State of Florida, United States of America.