

NO8000010982

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FLORIDA PROFIT/NON PROFIT CORPORATION

WORLD DIALYSIS, INC.

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ARTICLES OF INCORPORATION FOR WORLD DIALYSIS, INC.

In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned, acting as incorporator of a corporation non-for-profit under the Florida Not-For-Profit Corporation Act, hereby accepts the following Articles of Incorporation for said Corporation:

ARTICLE I: NAME

The name of the corporation shall be World Dialysis, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of the Corporation shall be:

133 Gregory Road
West Palm Beach, FL 33405

ARTICLE III: PURPOSE

The Corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the scope and meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended, or the corresponding section of any future tax code (the "Code"), including, but not limited to:

- A. To establish, construct, own, lease, operate, support, maintain and/or manage one or more clinics, health care facilities, surgical centers, outpatient facilities or other treatment centers where patients suffering from chronic kidney disease(s) and/or other diseases, conditions or complications related thereto may receive treatment and related support services and items;
- B. To raise, receive, maintain and invest funds in furtherance of the foregoing and other activities consistent with the Corporation's exempt purposes; and
- C. To conduct any and all lawful affairs and business for which corporations may be organized and operated under the Florida Not For Profit Corporation Act as an exempt organization under Section 501(c)(3) of the Code, consistent with this Article III.

ARTICLE IV: DISSOLUTION

Upon the liquidation, dissolution, or other discontinuation of the business and operations of the Corporation, after making provision for the payment of all the liabilities of the Corporation, the remaining assets of the Corporation shall be distributed to one or more organizations or entities as determined by the Board of Directors which are qualified to receive such assets under Section 501(c)(3) of the Code, to be

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used for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Code.

ARTICLE V: MANNER OF ELECTION

The direction and management of the affairs of the Corporation shall be vested in its Board of Directors, whose number, qualifications, selection and appointment to serve shall be as set forth in the Corporation's Bylaws.

ARTICLE VI: INITIAL DIRECTORS AND/OR OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>
George White	Director	133 Gregory Road West Palm Beach, FL 33405
Ken Pryor	Director	133 Gregory Road West Palm Beach, FL 33405
Jonathan Sosnow, M.D.	Director	133 Gregory Road West Palm Beach, FL 33405

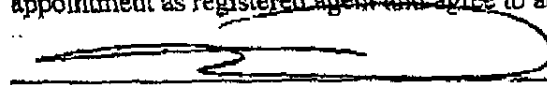
ARTICLE VII: INITIAL REGISTERED AGENT AND STREET ADDRESS

Mark A. Coel, Esq.
Coel Law Group, P.L.
2385 N.W. Executive Center Blvd., Suite 350
Boca Raton, FL 33431

ARTICLE VIII: INCORPORATOR

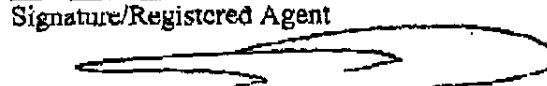
Mark A. Coel, Esq.
Coel Law Group, P.L.
2385 N.W. Executive Center Blvd., Suite 350
Boca Raton, FL 33431

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



Signature/Registered Agent

12/4/08
Date



Signature/Incorporator

12/4/08
Date

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