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ORDER DATE : October 31, 1996

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ORDER NO. : 139552-005

CUSTOMER NO: 81007A

CUSTOMER: J. Michael Swaine, Esq
SWAINE HARRIS SHEEHAN &
MCCLURE, P.A.
425 South Commerce Avenue

Sebring, FL 33870

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*****70.00 *****70.00

DOMESTIC FILING

NAME: THE DOCTORS OF HIGHLANDS
COUNTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

<u> </u>	CERTIFIED COPY
<u>XX</u>	PLAIN STAMPED COPY
<u> </u>	CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

W-23218
KR 10.31
11-1-96

FILED
96 OCT 31 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 OCT 31 AM 11:26
DIVISION OF CO. REGISTRATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

October 31, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: THE DOCTORS OF HIGHLANDS COUNTY, INC.
Ref. Number: W96000023218

RESUBMIT
Please give original
submission date as file date.

We have received your document for THE DOCTORS OF HIGHLANDS COUNTY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Please return 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 (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 096A00050302

NOTED
96 NOV -1 PM 12:18
DIVISION OF CORPORATIONS

FILED
96 OCT 31 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE DOCTORS OF HIGHLANDS COUNTY, INC.
(A non-profit corporation)**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby form a non-profit corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

THE DOCTORS OF HIGHLANDS COUNTY, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes and powers of this corporation are:

(a) To provide a support group for doctors on issues of mutual concern in connection with hospital and public relations.

(b) To own, rent, lease, operate and maintain sufficient real and personal property to carry out the purposes hereinabove expressed.

(c) To receive donations, gifts, or bequests of money or other property, and to accept the same, subject to such conditions or trusts as may be attached thereto, and to obligate itself to perform and execute, and to perform and execute any and all such conditions or trusts.

(d) To contract debts and to borrow money, to issue, sell and pledge bonds, debentures, notes and other evidences of indebtedness.

(e) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these articles of incorporation.

(f) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.

(g) The purposes or powers set forth in this article are not in limitation of the general powers conferred by the non-profit corporation law of the State of Florida.

ARTICLE III. MEMBERS

Membership shall be open to all persons interested in the work of the corporation, who have been approved by the Board of Directors and who have paid the established dues. Membership may be terminated as provided in the Bylaws.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the principal office of the corporation in the State of Florida is 130 Medical Center Avenue, Sebring, Florida 33870. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS

The affairs of the corporation are to be managed by a President, Vice-President, Secretary-Treasurer and such other officers as may be provided in the by-laws, who shall be elected at the annual meeting of the members on the first of July. Officers who are to serve until the next election of officers are:

NAME	OFFICE
Fabio Oliveros	President
Dennis Bassetti	Vice-President
Elizabeth Oliveros	Secretary-Treasurer

ARTICLE VII. DIRECTORS

The corporation shall be managed by a board of not less than three directors. Directors who are to serve until the first election of directors are:

Fabio Oliveros
Dennis Bassetti
Elizabeth Oliveros

The Directors shall be elected by the method stated in the bylaws of this corporation.

ARTICLE VIII. INCORPORATOR

The names and street addresses of the incorporator to these Articles of Incorporation is:

Fabio Oliveros
130 Medical Center Avenue
Sebring, FL 33870

ARTICLE IX. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

The corporation reserves the right to amend, alter, change or appeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law. Each amendment submitted to the members for approval must be approved by majority of the members entitled to vote thereon.

ARTICLE X. NON-PROFIT CHARACTER

This corporation is one which does not contemplate pecuniary gain or profit to the members, directors or officers. Upon dissolution of the corporation all corporate assets remaining after payment of all liabilities shall be distributed to charitable, religious, scientific, literary or educational organizations.

ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

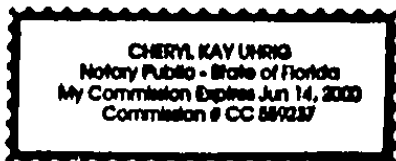
The corporation hereby designates as its registered office, 130 Medical Center Avenue, Sebring, Florida 33870, and its registered agent, Fabio Oliveros, who is located at the same address for service of process.

IN WITNESS WHEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal this 30th day of October, 1996, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


Fabio Oliveros, Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 30th
day of October, 1996 by Fabio Oliveros who is personally known to
me or who has produced _____ as identification.



Cheryl Kay Uhlig
Notary Public, State of
Florida at Large
My commission expires:
(affix notarial seal)

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.

F. Oliveros
Fabio Oliveros, Registered Agent

FILED
96 OCT 31 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA