

Charter Number Only

Room 26104

VALIDATION ONLY

Kalil Investments
 Requestor's Name
1150 Biscayne Point Rd.
 Address
miami Beach, FL 33141
 City State ZIP Phone

(305) 333-7363

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 -03/14/00--01033--014
 *****78.75 *****78.75

CORPORATION(S) NAME

Kalil Investments, Inc.

FILED
 00 MAR 14 PM 12:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

RECEIVED
 00 MAR 14 AM 9:36
 DEPT. OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Empire Toll Free: 1-800-432-3028

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00 MAR 14 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

KALIL INVESTMENTS, INC.

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation is: KALIL INVESTMENTS, INC.

ARTICLE TWO - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE THREE - NATURE OF BUSINESS

This corporation is organized to engage in any and all lawful activity or business permitted under the laws of the United States of America and the State of Florida for which a corporation may be incorporated.

ARTICLE FOUR - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of \$1.00 par value, common stock.

ARTICLE FIVE - INITIAL CAPITAL

The amount of capital with which the corporation will begin business is not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE SIX - ADDRESS

The initial address of the principal office of this corporation is: 1150 Biscayne Point Road, Miami Beach, Florida 33141.

ARTICLE SEVEN - DIRECTORS

The number of Directors constituting the initial Board of Directors of this corporation shall initially be One (1). The number of Directors may either be increased or decreased as provided in the Bylaws. The name and address of the initial Director of this corporation is: ABDALA KALIL, M.D.
1150 Biscayne Point Road
Miami Beach, FL 33141

ARTICLE EIGHT - INCORPORATOR

The name and address of the person subscribing to these Articles of Incorporation is: ABDALA KALIL, M.D.
1150 Biscayne Point Road
Miami Beach, FL 33141

ARTICLE NINE - REGISTERED AGENT

The name and address of the Registered Agent for service of process of this corporation is: ABDALA KALIL, M.D.
1150 Biscayne Point Road
Miami Beach, FL 33141

ARTICLE TEN - OFFICERS

The names and addresses initial officers of the corporation are as follows:

ABDALA KALIL, M.D., 1150 Biscayne Point Road, Miami Beach, Florida 33141 - President and Secretary

SIMON BERTANOWSKI, 1545 Washington Avenue, Miami Beach, Florida 33139 - Vice President

ARTICLE ELEVEN

These Articles of Incorporation shall be effective upon filing with the Secretary of State of the State of Florida. This corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

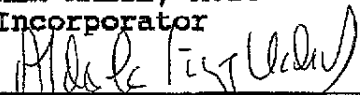
ARTICLE TWELVE - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate on March 10th, 2000.



ABDALA KALIL, M.D.
As Incorporator



ABDALA KALIL, M.D.
As Registered Agent


STATE OF FLORIDA

COUNTY OF MIAMI-DADE

ss.

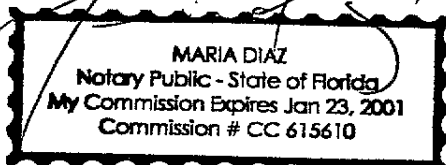
BEFORE ME, the undersigned authority, personally appeared, ABDALA KALIL, M.D., to me personally known (or who furnished K440000573800 as proof of his/her identity) to be the person who subscribed to the foregoing Articles of Incorporation of KALIL INVESTMENTS, INC., and he acknowledged before me that he did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the State and County aforesaid, on March 10th, 2000.



NOTARY PUBLIC
State of Florida at-Large

My commission expires:



CERTIFICATE OF REGISTERED AGENT

OF

KALIL INVESTMENTS, INC.

In pursuance of Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

That KALIL INVESTMENTS, INC. is desiring to organize under the laws of the State of Florida with its Registered Office, as indicated in the Articles of Incorporation at the City of Miami, County of Miami-Dade, State of Florida, and has named ABDALA KALIL, M.D. whose address is 1150 Biscayne Point Road, Miami Beach, Florida 33141 as its Registered Agent to accept service of process within the State.

ACKNOWLEDGEMENT

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 provisions of said Act relative to keeping open said office.

Abdala Kalil, M.D.

**ABDALA KALIL, M.D.
1150 Biscayne Point Road
Miami Beach, Florida 33141**

FILED
00 MAR 14 PM 12:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA