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THE LAW OFFICES OF

Carrion & Guzman, P.A.

600 NORTH THACKER AVENUE, SUITE A-13
KISSIMMEE, FLORIDA 34741
TELEPHONE (407) 944-1009
FACSIMILE (407) 944-9957

FILED
MAR 13 AM 6:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 8, 2000

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

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*****78.75 *****78.75

SUBJECT: Articles of Incorporation
Carlos L. De Orduña, M.D., P.A.

Dear Sir/Madam:

Enclosed hereto, please find an original and one (1) copy of the Articles of Incorporation of Carlos L. De Orduña, M.D., P.A., together with a check payable to The Department of State in the amount \$78.75 for the following:

| | |
|-------------------------------|-------------|
| Filing Fee | \$ 35.00 |
| Designation of Resident Agent | 35.00 |
| Certified copy of document | <u>8.75</u> |
| Total | \$ 78.75 |

We are enclosing for your convenience a self-stamped envelope for the returning of the certified copy of the documents.

Thank you for your assistance in this matter and should you have any questions do not hesitate to contact me at (407) 944-1009.

Very truly yours,
CARRION & GUZMAN, P.A.

Julio R. Carrion, Esquire

Enclosure

RECEIVED

MAR 21 2000

**ARTICLES OF INCORPORATION
OF
CARLOS L. DE ORDUÑA, M.D., P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Corporation is Carlos L. De Orduña, M.D., P.A., and the principal place of business shall be located at 11681 South Orange Blossom Trail, Suite 2, Orlando, Florida 32837.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporations with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purposed of practicing medicine.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issued ten thousand (10,000) shares of common stock at Ten Dollars (\$10.00) par value, which shall be designated as "Common Shares".

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent of this corporation are Nilda De Orduña, 11681 South Orange Blossom Trail, Suite 2, Orlando, Florida 32837.

ARTICLE VII- DIRECTORS

Initially this Corporation shall have one (1) Director who shall serve until their successors shall be elected/appointed from time o time by the Bylaws. The name and address of the initial Director is as follows:

Name:

Carlos L. De Orduña, M.D.

Address:

11681 South Orange Blossom Trail,
Suite 2, Orlando, Florida 32837.

ARTICLE VIII -OFFICERS

The name and address of officers of the corporation shall be appointed by the Board of Directors in accordance with the Bylaws.

ARTICLES IX - INCORPORATOR

The name and address of the Incorporator signing these articles of incorporation are:

Name:

Carlos L. de Orduña, M.D.

Address:

11681 South Orange Blossom Trail,
Suite 2, Orlando, Florida 32837

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, to the full extent permitted by law. No Officer or Director shall be liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided in Section 607.0831, Florida Statutes.


ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained an these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Articles may be amended at any time by the majority vote of shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated this 22nd day of February, 2000.

A handwritten signature in black ink, consisting of several overlapping, sweeping strokes that form a cursive, somewhat abstract shape.

**Carlos L. De Orduña, M.D., President
Incorporator**

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with section 48.091, Florida Statutes, the following is submitted:

First, that Carlos L. De Orduña, M.D. , desiring to organize Carlos L. De Orduña, M.D., P.A., or qualify under the laws of the State of Florida, has named Nilda De Orduña, 11681 South Orange Blossom Trail, Suite 2 ,Orlando, Florida 32837. as its agent to accept service of process within Florida.

Dated this 22nd day of February, 2000.



**Carlos L. De Orduña, M.D., President
Incorporator**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT OF
CARLOS L. DE ORDUÑA, M.D., P.A.**

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept obligations of my position as a resident agent.

Dated this 22nd day of February, 2000.



**Nilda De Orduña,
Registered Agent**