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To: Division of Corporations  
Fax Number : (850)922-4001

EFFECTIVE DATE  
04-01-00

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)541-3694  
Fax Number : (305)541-3770

FILED  
00 APR -4 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

JORGE L. CUELLO, M.D., P.A.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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EFFECTIVE DATE  
04-01-00

**ARTICLES OF INCORPORATION**  
**OF**  
**JORGE L. CUELLO, M.D., P.A.**

A. Each undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, and duly licensed to practice medicine under the laws of the State of Florida, hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the Professional Service Corporation Act and other laws of the State of Florida. Nothing contained anywhere in these Articles of Incorporation shall create or authorize any corporate power, the exercise of which would cause the Corporation to fail to qualify as a Professional Corporation under Chapter 621 of the Florida Statutes.

B. The general nature of the business to be transacted by the Corporation shall be to engage in the practice of medicine and such other business as permitted under the laws of the State of Florida. All professional services of medicine shall be rendered only through those of the officers, employees and agents of the Corporation who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida.

C. Only individuals who are duly licensed to practice medicine under the laws of the State of Florida may be officers, directors or stockholders of this Corporation.

**ARTICLE II**

The name of the Corporation is:

**JORGE L. CUELLO, M.D., P.A.**  
7500 SW 8<sup>th</sup> Street  
Suite 203  
Miami, FL 33144

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ALLAHASSEL, FLORIDA

**ARTICLE III**

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on APRIL 1, 2000.

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ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Ana Maria Angulo, Attorney

Address of Registered Office

2151 S. LeJeune Road, Suite 310  
Coral Gables, FL 33134

ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name

JORGE L. CUELLO

Address

7500 SW 8<sup>th</sup> Street, Suite 203  
Miami, Florida 33144

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have one (1) director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than four (4) directors.

The aggregate number of shares that the corporation shall have the authority to issue is FIVE HUNDRED (500) shares of common stock, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. The par value shall be One and No/100\*\*\*\*\*(\$1.00) dollar per share.

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ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office

Jorge L. Cuello, M.D., P.A.


Mailing Address

7500 S.W. 8<sup>th</sup> Street, Suite 203  
Miami, Florida 33144

ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

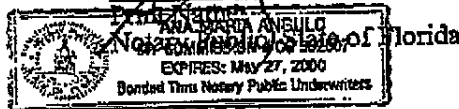
IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this 30 day of March, 2000, at Miami, Florida.

  
JORGE L. CUELLO (SEAL)

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 30 day of March, ~~1999~~ <sup>2000</sup>, by JORGE L. CUELLO, who are personally known to me or who have produced their ~~license~~ <sup>license</sup> as identification.

My Commission Expires:



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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

  
ANAMARIA ANGULO, ATTORNEY / Date 3/30/00

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