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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

RAFAEL A. PALMEROLA, MD, P.A.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 6, 2000

EMPIRE

SUBJECT: RAFAEL A. PALMEROLA, MD, P.A.
REF: W00000017104

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The specific nature of business of the professional association must be stated in the document.

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**ARTICLES OF INCORPORATION OF
RAFAEL A. PALMEROLA, MD, P.A.**

The undersigned incorporator hereby forms a Professional Corporation under chapter 607 and 621 of the laws of the State of Florida.

ARTICLE I - Name and Address

The name of the Professional Association shall be

Rafael A. Palmerola, MD, P.A.

The address of the initial principal office of this corporation shall be 3663 SW 8 Street # 210, Miami, FL 33135, and the mailing address shall be the same.

ARTICLE II - Nature of Business

This nature of the business to be transacted by this corporation shall be and is to engage in every aspect and phase of the practice of internal medicine. The professional services involved in the Corporation's practice of internal medicine may be rendered only through its offices, employees and agents who are duly licensed or otherwise legally authorized to practice medicine in the State of Florida.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 per share par value.

ARTICLE IV - Registered Agent

The Street Address of the initial registered office of the corporation shall be 3663 S.W. 8 Street #210, Miami, Fl 33135, and the name of the initial registered agent of the corporation at that address shall be Sergio A. Fleites, C.P.A.

ARTICLE V - Term of Existence

The corporation is to exist perpetually.

Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, Fl 33135
Ph (305)446-3000

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ARTICLE VI - Officers and Directors

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors is elected or appointed is:

Rafael A. Palmerola

President
Treasurer


3663 SW 8 Street # 210
MIAMI, FL 33135

ARTICLE VII - Incorporator:

The name and street address of the incorporator to these Articles of Incorporation is:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, Fl 33135

IN WITNESS THEREOF, the undersigned has hereunto set his hand, on this 30th day of June, 2000



Sergio A. Fleites, C.P.A.
(INCORPORATOR)

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Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, Fl 33135
Ph (305)446-3000

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ARTICLE VII - Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX - Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.



Sergio A. Fleites, C.P.A.
(Registered Agent)

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Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, FL 33135
Ph (305)446-3000

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First That Rafael A. Palmerola, MD, P.A.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at the City of Miami, County of Miami-Dade, State of Florida has named Sergio A. Fleites, C.P.A., located at 3663 S.W. 8 Street # 210, Miami, Fl 33135, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at 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.



Sergio A. Fleites, C.P.A.
(Registered Agent)

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Prepared by:
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