

PD00000074087

AMERICAN HEARTSAVERS MD, INC.
AMERICAN HEARTSAVERS INSTITUTE, INC.
705 E. Oak Street
Kissimmee, FL 43744
407.944.0444

July 27, 2000

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-07/31/00--01132--004
****140.00 *****70.00

Greetings:

Please find enclosed two sets of Article of Incorporation for the above named corporations. Please file original in your office and forward one copy back for our records. I have enclosed one check in the amount of \$140.00 to cover costs.

Thank you in advance for your help and cooperation. I remain,

Sincerely,

Farrell Gordon

FILED
00 JUL 31 AM 9:11
TALLAHASSEE, FLORIDA

T. Burch AUG 4 2000

FILED

ARTICLES OF INCORPORATION

00 JUL 31 AM 9:11

OF

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

American HeartSavers MD, Inc.

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **American HeartSavers MD, Inc.** and its principal place of business shall be located at 705 E. Oak Street, Kissimmee, Florida, 34744.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seventy-five hundred (7500) shares of common stock at One Dollar (\$1.00) par value, which shall be designed a "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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 OFFICE AND AGENT

The street address of the initial registered office address of this corporation is 705 E. Oak Street, Kissimmee, Florida, 34744, and the name of the initial registered agent of this corporation at that address is **FARRELL GORDON**.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Directors are as follows:

NAME**ADDRESS****FARRELL GORDON**705 East Oak Street
Kissimmee, Florida 34744**EDGARDO RIVERA-RIVERA**705 East Oak Street
Kissimmee, Florida 34744**ARTICLE VIII - OFFICERS**

The initial officers of the corporation shall be elected at the first meeting of the directors and shall serve until their successors shall be elected or appointed.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

NAME**ADDRESS****FARRELL GORDON**705 East Oak Street
Kissimmee, Florida 34744**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided 607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in 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 a majority vote of the shareholders.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 7/27, 2000

By: 
FARRELL GORDON, 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 **American HeartSavers MD, Inc.**, desiring to organize or qualify under the laws of the State of Florida, has named **FARRELL GORDON** at 705 E. Oak Street, Kissimmee, FL 34744, as its agent to accept service of process within Florida.

Dated: 7/27, 2000

By: 
FARRELL GORDON, Registered Agent

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

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.

Dated: 7/27, 2000

By: 
FARRELL GORDON, Registered Agent