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Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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FLORIDA PROFIT CORPORATION OR P.A.

JOSE DAVID SUAREZ, M.D., P.A.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

JOSE DAVID SUAREZ, M.D., P.A.

I, the undersigned subscriber of these Articles of Incorporation, being a natural person of legal age and full competent to contract, hereby affirm my intention and desire to form a Professional Corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 621 of the Florida Statutes "The Professional Services Corporation Act".

ARTICLE I

The name of this Corporation shall be:

JOSE DAVID SUAREZ, M.D. P.A.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The general nature of the business to be transacted by the Corporation shall be and is to engage in every aspect of the general practice of medicine.

The professional services involved in the Corporation's practice of medicine may be rendered only through those officers, agents and employees who are duly authorize and licensed to practice medicine in the State of Florida.

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This Corporation shall not engage in any business other than the practice of medicine. However, this Corporation may invest its funds in real estate, mortgages, stocks, bonds, and other type of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

### ARTICLE III

#### CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to have outstanding shall be seven thousand (7000) shares of a par value of one dollar (\$1.00) par value of one dollar per share, all of which shall be common stock in the same class. All stock issue shall be fully paid and non-assessable. The stockholder shall have no preemptive rights with respect to the stock of the Corporation, and the Corporation may issue and sell its common stock from time to time without offering such shares to the stockholders then holding shares of common stock.

Shares of the Corporation's stock and certificates therefore shall be issue only to doctors authorized and licensed to practice medicine in the State of Florida.

### ARTICLE IV

#### INITIAL CAPITAL

The amount of capital which will this Corporation shall begin business shall be and is the sum of Five Hundred (\$500.00) Dollars.

### ARTICLE V

#### TERM OF EXISTENCE

This Corporation shall have a perpetual existence.

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ARTICLE VI

PRINCIPAL OFFICE AND RESIDENT AGENT

The principal office of this Corporation shall be located at 351 N.W. LeJeune Road, Suite #409, Miami, Florida 33126.

The Corporation's Resident Agent for Service in the State of Florida shall be:

Angel Cordova CO  
780 N.W. 42. Ave.  
Suite #416  
Miami, Fl, 33126

The Board of Directors may vote from time to time to move the post office address and principal office to any other address in the State of Florida.

ARTICLE VII

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall no less than one nor more than three Directors.

ARTICLE VIII

INITIAL DIRECTORS

The name and post-office address of the members of the first Board of Directors who, subject to the provisions of the By-Laws and these Articles of Incorporation shall hold office for the first year of the Corporation's existence or until their successors are elected and have qualified are as follows:

JOSE DAVID SUAREZ, M.D.  
351 LeJeune Road, Suite # 409  
Miami, Florida 33126

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ARTICLE IX

**OFFICERS**

The name and post-office addresses of the Officers of the Corporation, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the Corporation existence, or until the successor(s) are elected and have qualified are as follows:

JOSE DAVID SUAREZ, M.D.  
351 N.W. LeJeune Road  
Suite # 409  
Miami, Fl. 33126

ARTICLE X

**SUBSCRIBERS**

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration to be paid therefor are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>STOCK</u>	<u>AMOUNT</u>
JOSE DAVID SUAREZ	351 N.W. LeJeune #409	500	\$500.00

The subscriber(s) certify that the proceeds of the stock subscribed for will not be less than the amount of capital with which Corporation begin business, as set forth in Article IV herein above included.

ARTICLE XI

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided in the laws of the State of Florida or any successor provision in said laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by the majority of the stock entitled to vote thereon. However, in lieu of the above described procedure, an amendment may be made by a written instrument, signed by all of the Directors and Stockholders of the Corporation.

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ARTICLE XII

INCORPORATION OF PROVISIONS  
OF  
PROFESSIONAL SERVICE CORPORATION ACT

This Corporation is intended to be a professional corporation within the meaning of the Professional Service Corporation Act and accordingly the corporation, its officers, directors and stockholders, shall be subject to all of the sections of said Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its officers, directors and stockholders as stated in Chapter 621 of the Florida Statutes.

I, the undersigned, being the original subscriber to the capital stock herein before described, for the purpose of forming a professional corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and due agree to take the number of shares of stock herein above set forth, and accordingly have hereunto set my hand and seal this 31 Day of August, 2000.

  
JOSE DAVID SUAREZ, M.D.

STATE OF FLORIDA )

SS.

MIAMI-DADE )

ON THIS DATE, personally appeared before me, a Notary Public of the State of Florida at large, JOSE DAVID SUAREZ, to me well known and by me known to be the person described in and who signed the foregoing Certificate of Incorporation, and he acknowledge to and before me that he signed the same freely and voluntarily, for the uses and purposes expressed herein.

WITNESS my hand and official seal at Miami, Florida, this 31 Day of August, 2000.

  
PUBLIC NOTARY

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

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

THAT JOSE DAVID SUAREZ, M.D., desiring to qualify under the Laws of the State of  
Florida, with its principal place of business at City of Miami, State of Florida, has named ANGEL  
CORDOVA, located at 780 N.W. 42nd. Avenue, Suite # 416, Miami, Florida 33126 as its Agent  
to accept Service of Process within Florida's State territory.

SIGNATURE

CORPORATE OFFICER

TITLE

President

DATE August 31, 2000

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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