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Florida Department of State
Division of Corporations
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Katharine Harris, Secretary of State

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01 FEB -6 PM12:25

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****VILLA BERTA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 1, 2001

EMPIRE

SUBJECT: VILLA BERTA, INC.
REF: W01000002481

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB - 6 PM 12:25AFFIDAVIT OF MARIA ELENA VAN SICKLESTATE OF FLORIDA
COUNTY OF MIAMI-DADE

} ss:

BEFORE ME, the undersigned authority, personally appeared MARIA ELENA VAN SICKLE, who upon being duly sworn, deposes and states that:

1. I, MARIA ELENA VAN SICKLE, the undersigned Secretary/Treasurer of the corporation, Villa Berta, Inc., consent to the incorporation of Villa Berta, Inc. in the year 2001, as our prior corporation was dissolved in September, 2000.

FURTHER AFFIANT SAYETH NOT.

Maria Elena Van Sickle
MARIA ELENA VAN SICKLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MARIA ELENA VAN SICKLE, to me known to be the person described herein, and who did take an oath, and who executed the foregoing instrument as affiant and she acknowledged before me that she executed same for the purposes therein expressed.

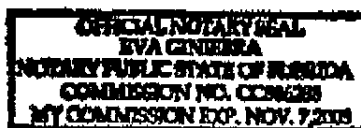
WITNESS my hand and official seal in the County and State last aforesaid, this 31st day of January, 2001.

Eva Ginebra
NOTARY PUBLIC, STATE OF FLORIDA

Eva Ginebra
(Print or type name of Notary)

☒ Personally known
☐ Produced I.D., to wit: _____

My Commission Expires: _____



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ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: VILLA BERTA, INC. The corporate mailing address is: 231 East 59th Street, Hialeah, Florida 33013.

ARTICLE II

The general nature of the business to be transacted by this corporation is to enter into all aspects of the nursing industry or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

ARTICLE III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is one hundred (100) shares at no par value. Each share will have equal rights with each other share with respect to dividends, voting and in liquidation.

ARTICLE IV

This corporation shall have perpetual existence.

LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

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ARTICLE V

The street address of the initial registered office of this corporation is: 19 West Flagler Street, Suite 602, Biscayne Building, Miami, Florida 33130-4477, and the name of the initial registered agent of this corporation at that address is: BRIAN R. HERSH.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and the address of the initial director of this corporation is:

Maria Elena Van Sickle

715 South Shore Drive
Miami Beach, Florida 33127

ARTICLE VII

The name and address of the person signing these Articles is:

Kim Tote, Asst. Secretary

19 West Flagler Street, #602
Miami, Florida 33130-4477

ARTICLE VIII

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

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ARTICLE IX

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 29th day of January, 2001.

Kim Tote
KIM TOTE, Asst. Secretary

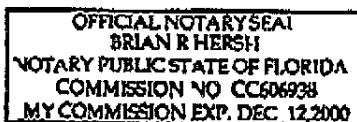
STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared KIM TOTE, Asst. Secretary, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29th day of January, 2001.

Brian R. Hersh
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

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

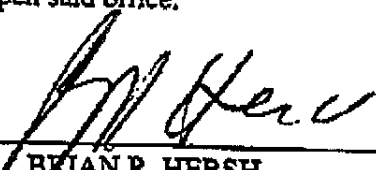
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That VILLA BERTA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Hialeah, County of Miami-Dade, State of Florida, has named BRIAN R. HERSH, located at 19 West Flagler Street, Suite 602, Biscayne Building, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.

BY:


BRIAN R. HERSH
(Registered Agent)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

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