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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : BILZIN, SUMBERG DUNN PRICE & AXELROD LLP
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

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FLORIDA PROFIT CORPORATION OR P.A.**Dermatology and Advanced Cosmetic Surgery, P.A.**

Certificate of Status	0
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Fax Audit No. H01000032400

ARTICLES OF INCORPORATION
OF
DERMATOLOGY AND ADVANCED COSMETIC SURGERY, P.A.

ARTICLE I -- NAME

The name of this corporation, formed under the provisions of Section 621, Florida Statutes, is Dermatology and Advanced Cosmetic Surgery, P.A.

ARTICLE II -- PRINCIPAL OFFICE

The principal office and mailing address of this corporation are:

1515 N.W. 167th Street
Suite 135
Miami, Florida 33169.

ARTICLE III -- PURPOSE

This corporation is organized for the purposes of (i) engaging in every phase and aspect of rendering medical services which physicians licensed to practice medicine are authorized to render, and (ii) doing everything necessary or appropriate and proper for the accomplishment of this corporation's business, either alone or in association with other persons, firms or entities. The foregoing shall not be deemed to limit or restrict in any manner the general powers of this corporation and the enjoyment and exercise thereof as conferred by the laws of the State of Florida upon corporations organized to provide medical services under the provisions of Chapter 621, Florida Statutes (as it now exists or is hereafter amended), including, without limitation, the power to invest funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and the power to own real and personal property necessary for the rendering of its medical services.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

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ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1515 N.W. 167th Street
Suite 135
Miami, Florida 33169;

and the name and address of the initial registered agent of this corporation are:

Name

Address

Gregg Wilentz, D.O.

1515 N.W. 167th Street
Suite 135
Miami, Florida 33169.

ARTICLE VI -- COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Name

Address

Gregg Wilentz, D.O.

1515 N.W. 167th Street
Suite 135
Miami, Florida 33169.

ARTICLE VIII -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE IX -- INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, of this corporation to the fullest extent permitted by law.

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ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 29th day of March, 2001.

Gregg Wilentz /s/
Gregg Wilentz, D.O., Incorporator and Registered
Agent

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