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## Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

Phone

: (305)634-3694

Fax Number

7 (305) 633-9696

# FLORIDA PROFIT CORPORATION OR P.A.

MATRIX HEALTH SERVICES, INC.

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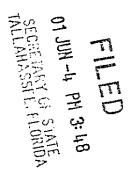


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### ARTICLES OF INCORPORATION

#### OF

## MATRIX HEALTH SERVICES, INC.



The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

#### ARTICLE I

The name of this corporation shall be: MATRIX HEALTH SERVICES, INC.

#### ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

#### **ARTICLE !!!**

The principal place of business of this corporation: 10 N.W. LEJEUNE RD., SUITE 503 MIAMI, FLA. 33126

#### **ARTICLE IV**

The general nature of business of this corporation is to transact any and all lawful business.

#### **ARTICLE V**

The aggregate number of shares which this corporation shall have authority to issue are 1,000 shares having an individual par value of \$0.01

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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#### **ARTICLE VI**

The name and street address of the initial Registered Agent of this corporation shall be: MANUEL E. IGLESIAS, ESQ., 10 N.W. LEJEUNE RD, SUITE 503 MIAMI, FLA. 33126

#### **ARTICLE VII**

The name and address of the initial board of director(s) shall be:

FRANCISCO MENDEZ

10 N.W. LEJEUNE RD, SUITE 503

MIAMI, FL.33126

RIGOBERTO NUNEZ

10 N.W. LEJEUNE RD, SUITE 503

MIAMI, FL. 33126

ALVARO OCAMPO

10 N.W. LEJEUNE RD, SUITE 503

MIAMI, FL. 33126

MANUEL R. IGLESIAS

7240 S.W. 58 STREET

MIAMI, FL. 33146

#### **ARTICLE VIII**

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

Empire Corporate Kit of America, Inc. 2444 N.W. 7<sup>TH</sup> PLACE MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 1st day of JUNE ,2001.

INCORPORATOR
Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

## MATRIX HEALTH SERVICES, INC. (Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGISTERED AGENT

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SECRETARY OF STATE