

P01000062917

**Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State**

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000075674 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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 : (305) 633-9696

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 25 PM 2:06

FLORIDA PROFIT CORPORATION OR P.A.

FAMILY MEDICINE OF SOUTH FLORIDA, P.A.

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

JUN-22-2001 17:53

EMPIRE CORP

305 541 3770 P.01/08



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 2001

EMPIRE

SUBJECT: FAMILY MEDICINE OF SOUTH FLORIDA, P.A.
REF: W01000014545

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 LAST PAGE OF THE DOCUMENT IS NOT LEGIBLE.

If you have any further questions concerning your document, please call (850) 487-6052.

Becky McKnight
Document Specialist
New Filing Section

FAX Aud. #: H01000075674
Letter Number: 201A00038050

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H 01000075674**ARTICLES OF INCORPORATION****OF****Family Medicine of South Florida, P.A.**

The undersigned subscribers to these Articles of Incorporation, being duly licensed to practice medicine under the laws of the State of Florida, adopt these Articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, Florida Statute Chapter 621, and other laws of the State of Florida.

ARTICLE I**CORPORATE NAME**

The name of this professional service corporation (the "Association") is Family Medicine of South Florida, P.A. The principal place of business and mailing address for the Association is: 8200 Jog Road, Suite 200, Boynton Beach, Florida.

ARTICLE II**PURPOSE**

The purposes for which this Association is formed are:

- a. To engage in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purposes of providing medical care and treatment.
- b. To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; and to own real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of such

H 01000075674

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 25 PM 2:06

professional services.

c. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these articles of incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE III

CAPITAL STOCK

The Association is authorized to issue one hundred (100) shares of common stock having no par value. All common stock shall be identical with each other in every respect, including but not limited to, distribution and liquidation proceeds. The holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote. There will be no preemptive rights granted to shareholders. None of the shares of the Association may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

ARTICLE IV

CORPORATE EXISTENCE

This Association shall exist perpetually unless sooner dissolved according to law. The

Association shall be effective as of date of filing.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Association in the State of Florida is:

3531 GRIFFIN ROAD
FT. LAUDERDALE, FLORIDA 33312

and the name of the initial registered agent at that address is:

CRAIG R. GLASSER

ARTICLE VI

NUMBER OF DIRECTORS

This Association shall have three (3) director initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the initial Board of Directors of this Association and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
Marinelena P. Caraballo President/Secretary/Treasurer/Director	8200 Jog Road, Suite 200 Boynton Beach, Florida

Juan F. Caraballo
Director

8200 Jog Road, Suite 200
Boynton Beach, FL

Antonio Pernas
Director

8200 Jog Road, Suite 200
Boynton Beach, FL

ARTICLE VIII

SUBSCRIBER

The name and address of the incorporator is:

NAME

ADDRESS

Mariaelena P. Caraballo

8200 Jog Road, Suite 200
Boynton Beach, FL

ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this Association, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this 17th day of June, 2001.

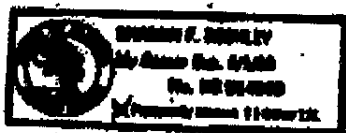
STATE OF FLORIDA)

COUNTY OF PALM BEACH) ss:
(BROWARD)

Maria Elena P. Caraballo (SEAL)
MARIAELENA P. CARABALLO

BEFORE ME, the undersigned authority, personally appeared to me, MARIAELENA P. CARABALLO, well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this 17th day of June A.D., 2001.



My Commission Expires: 4/1/05

Steven F. Donnelly
NOTARY PUBLIC

State of Florida at Large

H01000075674

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:

FIRST--THAT Family Medicine of South Florida, P.A.
CORPORATE NAME

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF
HOLLYWOOD, STATE OF FLORIDA, HAS NAMED CRAIG R. GLASSER
LOCATED AT 3531 GRIFFIN ROAD, CITY OF FORT LAUDERDALE, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Maria Elena P. Caraballo
BY: MARIAELENA P. CARABALLO
TITLE: Incorporator

Dated this 19 day of June, 2001.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED Association, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Craig R. Glasser
CRAIG R. GLASSER
RESIDENT AGENT

Dated this 19 day of June, 2001.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 25 PM 2:06

H01000075674