

# P02000009755

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.

((H02000024790 6)))

**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: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305) 374-5600  
Fax Number : (305) 374-5095

02 JAN 28 AM 9:40

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

## FLORIDA PROFIT CORPORATION OR P.A.

CarePlus HMO, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

26063 - 113938

*me*

(H02000024790 6)

**ARTICLES OF INCORPORATION  
OF  
CarePlus HMO, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is CarePlus HMO, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

55 Alhambra Plaza, 7th Floor  
Coral Gables, Florida 33134

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Hundred Thousand (100,000) shares, \$.001 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One Southeast Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

**ARTICLE V  
INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Martin G. Burkett, Esq., at One Southeast Third Avenue, 28th Floor, Miami, Florida 33131.

(H02000024790 6)

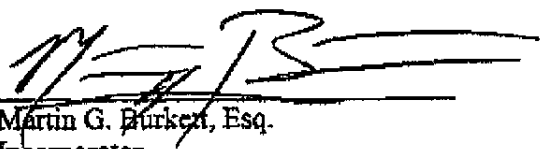
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JAN 28 AM 9:40

(H02000024790 6)

**ARTICLE VI  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28<sup>th</sup> day of January, 2002.

  
Martin G. Burken, Esq.  
Incorporator

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of CarePlus HMO, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 28<sup>th</sup> day of January, 2002.

American Information Services, Inc.

By:   
Nery C. Toledo, Assistant Secretary

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JAN 28 AM 9:40

(H02000024790 6)

KT752598;1