

**DAVID F. ROBERTS
ATTORNEY AT LAW**

PARC PLAZA
1775 WASHINGTON AVENUE
PENTHOUSE 3
MIAMI BEACH, FL 33139

TEL: (305) 538-6575
FAX: (305) 538-7440
E-mail: droberts@gate.net

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-04/17/02--01059--003
*****78.75 *****78.75

April 12, 2002

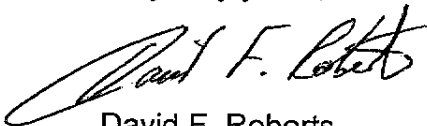
Re: Incorporation of "Damasceno Ferreira M.D. Inc."

Dear Sir or Madam:

Enclosed, please find my check for \$78.75 for the above referenced company.
Please send me a certified copy of the filed Articles of Incorporation at your
earliest convenience.

Thank you for your assistance in this regard.

Very truly yours,



David F. Roberts

Enclosures

FILED
02 APR 17 PM 5:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DAMASCENO FERREIRA M.D. INC.

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ARTICLE I - Name

The name of the Corporation is Damasceno Ferreira M.D. Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III - Capital Stock

The par value thereof and the characteristics of such stock shall be as follows:

- (a) Number of shares authorized is 1000.
- (b) Par value per share is \$0.10
- (c) Class of stock is common.

ARTICLE IV - Initial Registered Office and Agent

The Corporation's principal and mailing address:

Ms. Tanira D. Ferreira
5151 Collins Ave. Apt. 1035
Miami, Florida 33140

The Corporation's Registered Agent is:

Ms. Tanira D. Ferreira
5151 Collins Ave. Apt. 1035
Miami, Florida 33140

ARTICLE V - Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of such member of the Board of Directors, who is to serve as the Corporation's directors until her successor(s) are duly elected and qualified, is: Ms. Tanira D. Ferreira 5151 Collins Ave. Apt. 1035, Miami, Florida 33140.

ARTICLE VI - Incorporator

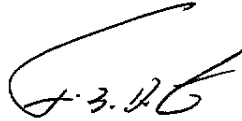
The name of the incorporator is Ms. Tanira D. Ferreira, 5151 Collins Ave. Apt. 1035, Miami, Florida 33140



ARTICLE VII - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by Florida law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purposes of forming a corporation, pursuant to the Florida General Corporation Act with the State of Florida, has signed these Articles of Incorporation this ___ day of April 2002.



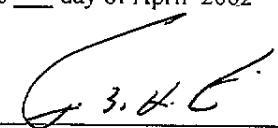
Ms. Tanira D. Ferreira
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named the registered agent of DAMASCENO FERREIRA M.D. INC., hereby accepts such designation as it is familiar with and accepts the obligations as provided in the Florida General Corporation Act.

Dated this 12 day of April 2002

By: _____


Ms. Tanira D. Ferreira, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA