

# PD2000082352

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## LAZARUS CORPORATE FILING SERVICE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FELIX G. PENATE M.D. P.A.  
(Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #) 700006758957--5

3. \_\_\_\_\_ (Corporation Name) (Document #) -07/30/02--01043--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

4. \_\_\_\_\_ (Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
FELIX G. PENATE M.D. P.A.**

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TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation being dully licensed to practice medical services under the laws of the State of Florida adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. 621 and other laws under the State of Florida.

**ARTICLE 1 – NAME**

The name of the professional service corporation shall be: FELIX G. PENATE M.D., P.A.

**ARTICLE II – PRINCIPAL OFFICE**

The principal office and mailing address of this corporation shall be: 3639 SW 149 Avenue. Miami, Florida 33185

**ARTICLE III - PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of medical services. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

**ARTICLE IV – TERM OF EXISTENCE**

This professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

**ARTICLE V – CAPITAL STOCK**

The capital stock of the professional service corporation shall be 1,000 shares of common stock having a par value of \$10.00 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly license to practice medical services in the State of Florida.

#### ARTICLE VI – DESIGNATION OF REGISTERED AGENT

The address of the initial registered office of this professional service corporation is 3639 SW 149 Avenue, Miami Florida 33185. The name of the initial Registered Agent at that address is Felix G. Penate, M.D.

#### ARTICLE VII - DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
Felix G. Penate M.D.	3639 SW 149 Avenue Miami, Florida 33185

#### ARTICLE VIII – SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is Felix G. Penate, 3639 SW 134 Avenue, Miami Florida 33185.

#### ARTICLE IX – RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to included in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medical services in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X – AMENDMENT

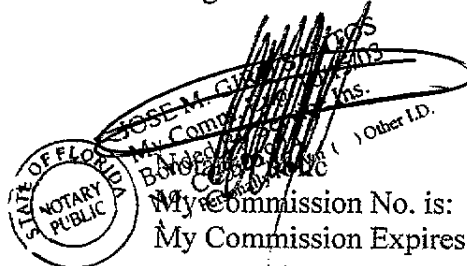
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of July, 2002.

  
Felix G. Penate M.D.

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

The foregoing articles of incorporation were acknowledged before me on this 25 day of July, 2002 by Felix G. Penate.

  
My Commission No. is:  
My Commission Expires:

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

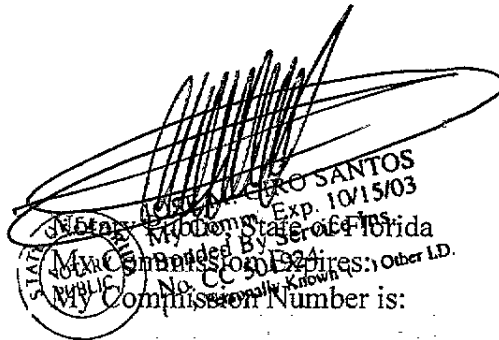
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED PROFESSIONAL SERVICE CORPORATION, AT THE PLACE DESIGNATED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 307.0501, FLORIDA STATUTES.

  
Felix G. Penate, M.D.  
Registered Agent

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 25 day of July, 2002, by Felix G. Penate, who is personally known to me or who has produced as identification.

SEAL



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