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Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

**TAMAYO-CHELALA AND MILLER, P.A.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TAMAYO-CHELALA AND MILLER, P.A.**

The undersigned, for the purpose of forming a professional service corporation under Florida Law, and who is a natural person competent to contract, does hereby adopt the following Articles of Incorporation:

**ARTICLE 1**

The name of this Corporation shall be **TAMAYO-CHELALA AND MILLER, P.A.**

**ARTICLE 2**

This Corporation shall have perpetual existence.

**ARTICLE 3**

This Corporation is organized for the purpose of rendering the specific professional service as doctors.

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ARTICLE 4

The aggregate number of shares which the Corporation is authorized to issue is one thousand shares (1,000) shares, of common stock, with a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE 5

The street address of the initial registered office of the Corporation is: 1675 NORTH COMMERCE PARKWAY WESTON, FLORIDA 33326, and the name of its initial registered agent at such address is JAY D. MUSSMAN.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these 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.

JAY D. MUSSMAN  
(Registered Agent)

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**ARTICLE 6**

The address of the principal office of the Corporation is

21110 BISCAYNE BOULEVARD  
SUITE 200  
AVENTURA, FLORIDA 33180

**ARTICLE 7**

The number of Directors constituting the initial Board of Directors of the Corporation is TWO (2). The number of directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

GEORGI DEE MILLER  
100 LINCOLN ROAD #444  
MIAMI BEACH, FLORIDA 33139

ANDRE TAMAYO-CHELALA  
7824 COLLINS AVENUE  
UNIT 4A  
MIAMI BEACH, FLORIDA 33140

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### ARTICLE 8

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE 9

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### ARTICLE 10

A. These Articles of Incorporation are amendable upon approval by the Board of Directors of proposals submitted by the Stockholders and subsequently approved at a Stockholders meeting by fifty-one (51%) percent of the stock entitled to vote.

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B. Notwithstanding the amending process contained in Paragraph A above, amendments may be made upon written approval by all of the Stockholders.

ARTICLE 11

The name and address of the incorporator is:

JAY D. MUSSMAN  
1675 NORTH COMMERCE PARKWAY  
WESTON, FLORIDA 33326

  
\_\_\_\_\_  
JAY D. MUSSMAN,  
INCORPORATOR

DATED: 8-14-02

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