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August 30, 2002

Florida Division of Corporations
Attn: New Filings
409 E. Gaines Street
Tallahassee, FL 32399

FILED
02 SEP -4 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Dr. Helen Rymaszewski, P.A.
Incorporation

800007515218--3
-09/04/02--01052--001
*****70.00 *****70.00

Gentlemen:

I am submitting new articles for filing together with a check to cover the necessary fees for your consideration.

Please file the enclosed Articles of Incorporation for Dr. Helen Rymaszewski, P.A. at your earliest convenience upon receipt.

I have enclosed two copies of the articles so that you will have one to return to me with the "date stamp" of the division evidencing the filing of the papers. Also enclosed is a stamped envelope for your use in sending back the return copy with the division "date filed" stamp on it.

I do not require a certified copy, but it is important to get the filing done as soon as practicable.

Thanks for your help with this incorporation.

Cordially,



Conrad S. Kulatz, Esq.
For the Firm.

W6091502/K-32528

me 9/10

ARTICLES OF INCORPORATION

OF

DR. HELEN RYMASZEWSKI, P.A.

FILED

**02 SEP -4 AM 10: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned natural person, competent and licensed to practice Clinical Social Work in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation shall be:

Dr. Helen Rymaszewski, P.A.

The principal office and mailing address of this corporation shall be 2231 North University Drive, Suite C, Hollywood, Florida 33024.

ARTICLE II. PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of Clinical Social Work, and all its fields of specializations, as are engaged in by Clinical Social Workers.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be Clinical Social Workers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

a. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to Clinical Social Workers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV. RESIDENT AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be the Trial Lawyers Building, 633 Southeast Third Avenue, Suite 4R, Fort Lauderdale, Florida 33301, and the name of the initial resident agent of the corporation at that address is Conrad S. Kulatz, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. CORPORATE INDEMNIFICATION PLAN

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

ARTICLE VII. SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this corporation becomes

legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his/her continued rendering of such professional services, he/she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him/her all amounts owing and lawfully due to him/her by the corporation, except that such shares shall not be entitled to dividends.

ARTICLES VIII. DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law. The name and address of the initial Director of the Corporation is:

Helen Rymaszewski
2231 North University Drive, Suite C
Hollywood, Florida 33024

ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Helen Rymaszewski
2231 North University Drive, Suite C
Hollywood, Florida 33024

ARTICLE X. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on the 29th

day of August, 2002.

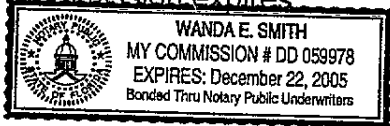

Helen Rymaszewski

STATE OF FLORIDA }
COUNTY OF BROWARD } ss. ...

The foregoing instrument was acknowledged before me this 29th day of August, 2002, by Helen Rymaszewski who is personally known to me or who produced her driver's license as picture identification and who did take an oath.

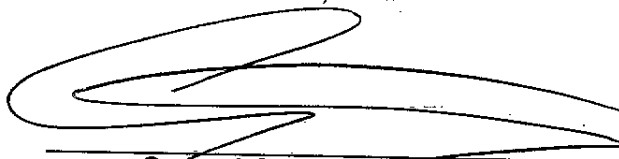

Notary Public

My Commission expires:



Having been named to accept service of process for the above state corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Kulatz and Dobbins, P.A.


Conrad S. Kulatz,
Resident Agent

FILED
02 SEP -4 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA