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2002 OCT -8 AM 9:21
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FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

SOUL OF A WOMAN MATERNITY CENTER, INC.

Certificate of Status	0
Certified Copy	1
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10-9-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 7, 2002

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SUBJECT: SOUL OF A WOMAN MATERNITY, INC.
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

402 000 208401
ARTICLES OF INCORPORATION

⑤

OF
SOUL OF A WOMAN MATERNITY CENTER, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is **SOUL OF A WOMAN MATERNITY CENTER, INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is **717 Opa-Locka Boulevard, Opa-Locka, FL 33054.**

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the

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issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 484 N.W. 165th Street Road, A-611, Miami, FL 33169; and the registered agent at that office is ROQUANDA GUY.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

ROQUANDA GUY
484 N.W. 165th Street
A-611
Miami, FL 33169

DURRANI GUY
484 N.W. 165th Street
A-611
Miami, FL 33169

HERBERT McCREA
18346 N.W. 68th Avenue
D
Miami, FL 33015

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

ROQUANDA GUY
484 N.W. 165th Street
A-611
Miami, FL 33169.

IN WITNESS WHEREOF, I, **ROQUANDA GUY**, the undersigned incorporator, have signed these Articles of Incorporation on this 3rd day of October, 2002, and acknowledged the same to be my act.


ROQUANDA GUY

STATE OF FLORIDA)

COUNTY OF DADE)

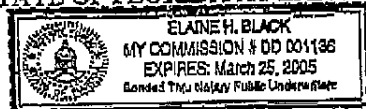
The foregoing instrument was acknowledged before me this 3 day of OCTOBER, 2002 by, **ROQUANDA GUY**, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: **ELAINE H. BLACK**

STATE OF FLORIDA AT LARGE



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

SEAL OF THE STATE
TALLAHASSEE, FLORIDA

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FILED

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following
is submitted, in compliance with said Acts:

First--That **SOUL OF A WOMAN MATERNITY CENTER, INC.**, desiring to
organize under the laws of the State of Florida with its principal office, as indicated in the Articles of
Incorporation at City of Miami, County of Dade, State of Florida, has named **ROQUANDA GUY** at
484 N.W. 165th Street Road, A-611, in the City of Dade, County of Miami, State of Florida, as its
agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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

BY:


ROQUANDA GUY

DATE:

10/8/02

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