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LAZARUS CORPORATE

FAX: 305 220 1440

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

M.C.B. MEDICAL CORP.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 21, 2002

LAZARUS

SUBJECT: M.C.B. MEDICAL CORP.
REF: W02000033148

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

FAX Aud. #: H02000228692
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LAZARUS CORPORATION

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M.C.B. MEDICAL CORP.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be M.C.B. MEDICAL CORP.

ARTICLE II

DURATION

This corporation is to have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue five hundred (500) shares all at one (\$1.00) Dollar par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V**CORPORATION ADDRESS**

The initial street address in the State of Florida of the principal office of this corporation is as follows: 13850 SW 216th Street, Miami, Florida 33170.

ARTICLE VI**INITIAL REGISTERED AGENT**

The initial Registered Agent of this corporation is as follows: Charles L. Neustein, Esq.

ARTICLE VII**INITIAL BOARD OF 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 By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

NAME(S)**ADDRESS(ES)****Marilyn Costa**13850 SW 216th Street
Miami, Florida 33170**ARTICLE VIII****INCORPORATIONS**

The name(s) and address(es) of the Incorporator(s) signing these Articles is/are.

NAME(S)**ADDRESS(ES)****Marilyn Costa**13850 SW 216th Street
Miami, Florida 33170**ARTICLE IX****AMENDMENT OF BY-LAWS**

The power to adopt, alter, named or appeal the By-laws of this corporation shall be vested in the Board of Directors and shall be by majority vote.

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ARTICLE X

INDEMNIFICATION

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

ARTICLE XI

INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and the writing evidencing their consent are filed with the Secretary of the Corporation, the action be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, for the purpose of forming a corporation for profit under the laws of the State of Florida.


Marilyn Costa

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STATE OF FLORIDA)

ss:

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments, personally appeared MARILYN COSTA, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, as incorporator(s) and acknowledged before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and seal this 20 day of November, 2002.


NOTARY PUBLIC STATE OF FLORIDA

Print:

SUSANA CARVALHO
COMMISSIONER - STATE OF FLORIDA
COMMISSION EXPIRATION
EDW 626/004
BONDED THROUGH A 1-800-NOTARY**REGISTERED AGENT CERTIFICATE**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That M.C.B. Medical Corp. organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named **CHARLES L. NEUSTEIN, ESQ.** located at 960 Arthur Godfrey Road, Suite 401, Miami Beach, Florida 33140 as Registered Agent.

ACKNOWLEDGEMENT

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


CHARLES L. NEUSTEIN, ESQ.

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STATE OF FLORIDA)

55:

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COUNTY OF DADE)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day before me a Notary Public, duly authorized

to take acknowledgments personally appeared **CHARLES L. NEUSTEIN, ESQ.**

to me well know to be the person described in and who executed the Registered Agent Certificate.

WITNESS my hand and seal this 30 day of October, 2002.

0 day of September, 2002.

[Signature]

NOTARY PUBLIC STATE OF FLORIDA

Print: SUSANA GARCIA
Commission NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION EXPIRES 11
EXPIRES 02/28/2004
BONDED THRU ASA 1-800-NOTARYS