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TALLAHASSEE FLORIDA

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

**DoctorCare Holding Company**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
DOCTORCARE HOLDING COMPANY**

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I - NAME**

The name of the corporation is DoctorCare Holding Company (hereinafter called the "Corporation").

**ARTICLE II - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is 1330 Coral Way, Suite 200, Miami Florida 33145.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares of capital stock that may be issued by the Corporation is 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE V - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is c/o Hunton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131; and the name of the Corporation's initial registered agent at that address is Marcia T. Currier.

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**ARTICLE VI - INITIAL DIRECTORS**

The following persons shall serve as the initial members of the Board of Directors of the Corporation:

<u>Directors</u>	<u>Address</u>
Gabriel Costa	3659 S. Miami Ave., Suite 4001, Miami, FL 33133
Fernando J. De Armendi	3661 S. Miami Ave., Suite 503, Miami, FL 33133
Rolando J. De Leon	3659 S. Miami Ave., Suite 5005, Miami, FL 33133
Oscar J. Figarola	701 NW 57 Ave., Suite 380, Miami, FL 33126
Herminio Garcia-Estrada	2601 SW 37 Ave., Suite 803, Miami, FL 33133
Enrique J. Huertas	1831 NW 7 St., Miami, FL 33125
Leonardo V Lopez	2601 SW 37 Ave., Suite 701, Miami, FL 33133
Rafael J. Mas	3659 S. Miami Ave., Suite 3003, Miami, FL 33133
Carlos M. Moas	3661 S. Miami Ave., Suite 1008, Miami, FL 33133
Julio C. Pita	3659 S. Miami Ave., Suite 6008, Miami, FL 33133
Mario A. Sabates	1385 Coral Way, 3 <sup>rd</sup> Floor, Miami, FL 33145

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**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is Maria T. Currier, c/o Hunton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation this 14<sup>th</sup> day of January, 2003.

  
Incorporator: Maria T. Currier

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**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

2003 JAN 14 AM 8:13

**WITNESSETH:**

STATE  
TALLAHASSEE FLORIDA

That DoctorCare Holding Company desiring to organize under the laws of the State of Florida, has named Maria T. Currier, located at c/o Hunton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, 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 am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 14th day of January, 2003.

  
\_\_\_\_\_  
Maria T. Currier, Registered Agent