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SECRETARY OF CORPORATION
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Amend

V SHEPARD FEB 20 2003

Marc E. Scarfone
3925 SW 151 Terrace
Miramar, Florida 33027

Telephone (954) 347-8958
Facsimile (954) 436-3181

February 11, 2003

Division of Corporations
FLORIDA DEPARTMENT OF STATE
Post Office Box 6327
Tallahassee, Florida 32314

RE: United Health Scan, Inc.

Dear Sir or Madam:

Enclosed herewith please find the Articles of Amendment to the Articles of Incorporation of United Health Scan, Inc. together with a check in the amount of \$52.50 for the filing fee, as well as, one (1) certified copy and a certificate of status.

If you have any questions with respect to this matter, please feel free to contact the undersigned at your convenience.

Very truly yours,



Marc E. Scarfone

Enclosure: Articles of Amendment
Check (\$52.50)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SECRETARY FILED
DIVISION OF CORPORATE
03 FEB 14 PM 3:48

United Health Scan, Inc.

(present name)

P03000015400

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

See Attached

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: February 11, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

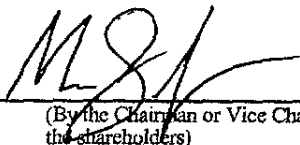
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11 day of February, 2003

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Marc E. Scarfone

(Typed or printed name)

Vice President

(Title)

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

United Health Scan, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

P.O. Box 278623
Miramar, Florida 33027

ARTICLE III PURPOSE

The purpose for which this corporation is organized is:

United Health Scan, Inc. is to provide health screening and wellness services and any other purpose authorized by law.

ARTICLE IV POWERS

The number of shares of stock is:

The corporation shall have and exercise any and all powers, rights and privileges which a corporation organized under the Corporation Law of the State of Florida by law may now or hereafter have or exercise, including, but not limited to the following:

1. To sue and by sued, complain, and defend in its corporate name;
2. To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it to or in any manner reproducing it;
3. To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
4. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
5. To lend money to, and use its credit to assist its officers and employees in accordance with 607.0833, Florida Statutes.

6. To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of, and deal in and with shares or other interests in, or obligations of, any other entity;
7. To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of any of its property, franchises and income;
8. To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
9. To conduct its business, locate offices, and exercise the powers granted by the Florida Corporation Act within or without the State of Florida;
10. To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit;
11. To make and amend bylaws, consistent with its articles of incorporation or with the laws of the State of Florida, for managing the business and regulating the affairs of the corporation;
12. To make donations for the public welfare or for scientific, charitable or educational purposes;
13. To transact any lawful business that will aid government policy;
14. To make payments or donations or do any other act consistent with law that furthers the business and affairs of the corporation;
15. To pay pensions and establish pension plans, profit-sharing plans, bonus plans and other benefit plans for any or all of its current or former directors, officers, employees, and agents and for any or all of its current or former directors, officers, employees, and agents of its subsidiaries;
16. To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at death shares of the stock owned by the shareholder or by the spouse or children of the shareholder;
17. To be a promoter, incorporator, partner, member, associate, or a manager of any corporation, partnership, joint venture, trust or other entity;
18. To do any other act within the law to further the purposes and affairs of the corporation.

ARTICLE V **INITIAL OFFICERS/DIRECTORS**

The name(s), address(es) and title(s):

Marcos Gonzalez, 8980 SW 122 Place, President and Secretary
Miami, Florida 33186

Marc E. Scarfone, 3925 SW 151 Terrace, Vice-President and Treasurer
Miramar, Florida 33027

ARTICLE VI **REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Marc E. Scarfone
3925 SW 151 Terrace
Miramar, Florida 33027

ARTICLE VII **INCORPORATOR**

The name and address of the Incorporator is:

Marc E. Scarfone
3925 SW 151 Terrace
Miramar, Florida 33027

ARTICLE VIII **AUTHORIZED SHARES**

1. Voting: The corporation is authorized to have 5,000 shares of voting common stock having a par value of \$0.01 per share.
2. Non-Voting: The corporation is authorized to have 5,000 shares of non-voting common stock having a par value of \$0.01 per share.
3. Transfer of Shares: Shares of stock shall not be transferred or sold until the board of directors or officers approves such transfer or sale.

This amendment shall supercede any other article prior relating to authorized shares of the corporation, including, but not limited to exchange, reclassification or cancellation of issued and non-issued shares of the corporation.

ARTICLE IX **DURATION OF CORPORATION**

The duration of this corporation shall be perpetual.

ARTICLE X **BYLAWS**

The affairs of this corporation shall be governed by those Bylaws adopted by the Board of Directors or Officers and as amended from time to time.

ARTICLE XI **INITIAL BOARD OF DIRECTORS**

The name and address of each member of this corporation's initial Board of Directors are:

1. Marcos Gonzalez, 8980 SW 122 Place, Miami, Florida 33186
2. Marc E. Scarfone, 3925 SW 151 Terrace, Miramar, Florida 33027

The affairs of this corporation shall be managed by a Board of Directors and the number of directors may be changed by amendment of the By-Laws of the corporation.

ARTICLE XII **OFFICERS AND THEIR DUTIES**

The officers of this corporation shall be a president, vice president, secretary and treasurer, who may be the same person and who may be members of the Board of Directors, and such other officers as the Board may from time to time by resolution create.

ARTICLE XIII **AGREEMENT-UNITED HEALTH SCAN, INC. OFFICERS**

1. Marcos Gonzalez, President, and Marc E. Scarfone, Vice-President agree to evenly split the remainder of the profits after the medical director is given their percentage of the profits.
2. All debts and business expenses incurred by United Health Scan, Inc., including, but not limited to legal fees, equipment cost, equipment maintenance, equipment repair, and tax debts shall also be split evenly 50% a piece between United Health Scan, Inc. officers Marcos Gonzalez, President, and Marc E. Scarfone, Vice-President.

ARTICLE XVI **AMENDING ARTICLES OF INCORPORATION**

The corporation reserves the right to amend, add to, or repeal any provision contained herein in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

ARTICLE XV **DISSOLUTION**


Upon dissolution of the corporation, the net assets will be distributed to the shareholders equal to the percentage of total shares outstanding that each shareholder currently owns.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Marc E. Scarfone
Signature/Registered Agent

2-11-2003
Date



Marc E. Scarfone
Signature/Incorporator

2-11-2003
Date