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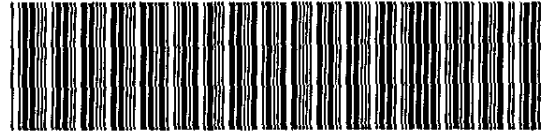
(Business Entity Name)

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FILED STATE
DEPT OF CORPORATIONS
03 MAY 30 PM 6:23

10-4-03

Medical Hyperbarics Group, Inc.

1900 NW Corporate Blvd., Suite 305-W
Boca Raton, FL 33431
(561) 241-9921

FILED
DEPT. OF STATE
DIVISION OF CORPORATIONS
03 MAY 30 PM 6:24

April 23, 2003

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: Articles of Incorporation for
Medical Hyperbarics Group, Inc.**

To Whom it May Concern:

Attached please find an original and two copies of the Articles of Incorporation for Medical Hyperbarics Group, Inc. along with a check payable to Florida Department of State in the amount of \$78.75 (\$70.00 filing fee plus \$8.75 for the certified copy).

If you have any questions, please do not hesitate to contact me.

Very truly yours,
Medical Hyperbarics Group, Inc.


Robert Grinberg
Corporate Secretary

**ARTICLES OF INCORPORATION
OF
Medical Hyperbarics Group, Inc.**

ARTICLE I - NAME

The name of this corporation is Medical Hyperbarics Group, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 25,000,000 shares of common stock of \$0.001 par value, and 10,000,000 shares of preferred stock of \$1.00 par value.

ARTICLE V - PRINCIPAL OFFICE

The principal office address of Medical Hyperbarics Group, Inc. is 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431 which is the same address as the registered office of the corporation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431, and the name of the initial registered agent of this corporation at the address is Lev Parnas.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of the corporation is:

Lev Parnas
1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431

ARTICLE VIII - INCORPORATOR

The name and the address of the person signing these Articles is Lev Parnas, 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431.

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SECRETARY OF
CORPORATION
03 MAY 30 PM 6:24

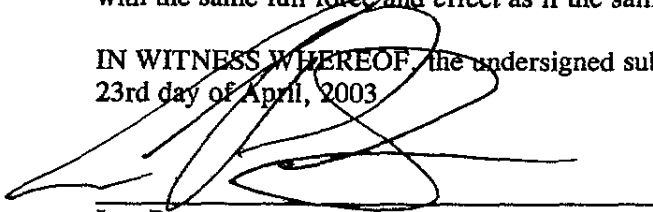
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - CONFLICTS OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that the firm is so interested shall be disclosed or shall have been known to the Board of Directors of a majority thereof, and any director of this corporation who is also a director of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such contract of transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transacting, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transition with the same full force and effect as if the same had been authorized.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of April, 2003



Lev Parnas

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST -- THAT Medical Hyperbarics Group, Inc., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF BOCA RATON, FLORIDA, WITH AN ADDRESS OF 1900
Corporate Blvd., N.W., Suite 305 West, Boca Raton, FL 33431, HAS NAMED Lev Parnas AS
REGISTERED AGENT, LOCATED AT 1900 Corporate Blvd., N.W., Suite 305 West, Boca Raton,
FL 33431, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

Signature

Lev Parnas, Subscriber

Date: April 23, 2003

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
OFF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

Signature

Lev Parnas

Date: April 23, 2003