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TALLAHASSEE, FLORIDA

2-28-03

**ATKINSON, DINER, STONE, MANKUTA & PLOUCHA, P.A.**

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July 18, 2003

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

**Re: Sylvia Hesse, M.D., P.A.**

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation of Sylvia Hesse, M.D., P.A., and a check for \$78.75 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Incorporation.

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

Sincerely,



L.M. Ploucha

LMP:sy  
Enclosures

cc: Sylvia Hesse, M.D. (w/encl.)

ARTICLES OF INCORPORATION

OF

SYLVIA HESSE, M.D., P.A.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

SYLVIA HESSE, M.D., P.A.

ARTICLE II.

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing and principal office address is:

Baptist Medical Arts Building  
8950 North Kendall Drive, Suite 408  
Miami, FL 33176

ARTICLE III.

NATURE OF CORPORATE BUSINESS

This Corporation, through its Officers and Employees, shall be authorized to engage in every aspect and phase of the practice of medicine within the State of Florida; to engage in any activities which will facilitate and promote the practice of medicine through its Officers and Employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and any other type of investments within the meaning of Section 8 of the Professional Service Corporation Act; and to purchase and own real and personal property necessary for the rendering of professional services within the practice of medicine. This Corporation shall not be authorized to engage in any business other than the practice of medicine.

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ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

L.M. Ploucha, Esq.  
c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A.  
1946 Tyler Street  
Hollywood, Florida 33020-4517

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>	<u>Address</u>
SYLVIA HESSE	Baptist Medical Arts Building 8950 North Kendall Drive, Suite 408 Miami, FL 33176

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>Incorporator</u>	<u>Address</u>
L.M. PLOUCHA	c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A. 1946 Tyler Street Hollywood, Florida 33020-4517

ARTICLE IX.

INCORPORATION OF PROVISIONS OF  
PROFESSIONAL SERVICE CORPORATION ACT

This Corporation is intended to be a Professional Corporation within the meaning of the Professional Service Corporation Act, and accordingly, the Corporation, its Officers, Directors and Stockholders, shall be subject to all of the Sections of said Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its Officers, Directors and Stockholders, as stated in Chapter 621, Florida Statutes.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Dated: July 18, 2003

  
\_\_\_\_\_  
L.M. PLOUCHA

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.



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L.M. PLOUCHA

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