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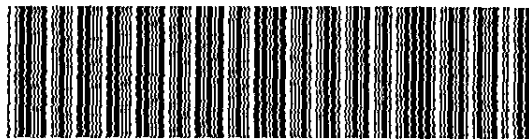
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 11/4

Rosemarie Bacallao, P.H.

Wachovia Bank Building
Suite 315
1699 Coral Way
Miami, Florida 33145

Rosemarie Bacallao, Esq.

Telephone: (305) 858-7452

Fax: (305) 856-1959

October 22, 2003

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32314

RE: Articles of Incorporation of **MEDICAL GROUP OF HOMESTEAD, CORP.**

Dear Gentleman or Madam:

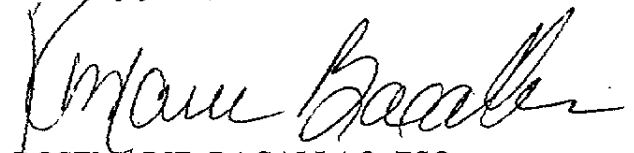
Enclosed please find our office account check in the amount of \$78.75, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,



ROSEMARIE BACALLAO, ESQ.

\$ 35.00 - Filing Fees
8.75 - Certified Copy
35.00 - Registered Agent Designation
\$ 78.75

ARTICLES OF INCORPORATION

OF

MEDICAL GROUP OF HOMESTEAD, CORP.

ARTICLE I NAME

The name of the corporation shall be:

MEDICAL GROUP OF HOMESTEAD, CORP.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1699 Coral Way, Suite 315
Miami, Florida

The name of the initial registered agent of this corporation at that address is:

ROSEMARIE BACALLAO, ESQ.

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TALLAHASSEE, FLORIDA

ARTICLE VI MAILING ADDRESS

The mailing address of the corporation is:

P. O. Box 901809
Homestead, Florida 33090

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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 (1).

The names and post office address of the members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERTO JUNCO, JR.	10205 S.W. 106th Avenue Miami, Florida 33176
JORGE LUIS PEREZ	15211 S.W. 150th Street Miami, Florida 33196

ARTICLE VIII INCORPORATORS

The name and post office address of the subscriber of these Articles of Incorporation is:

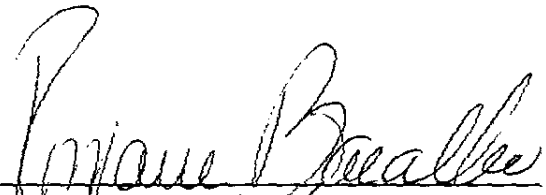
<u>NAME</u>	<u>ADDRESS</u>
ROSEMARIE BACALLAO	1699 Coral Way, Suite 315 Miami, Florida 33145

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these

Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 22nd day of October, 2003.


INCORPORATOR: ROSEMARIE
BACALLAO

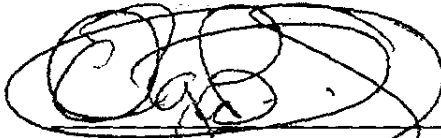
STATE OF FLORIDA)
 (SS
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared **ROSEMARIE BACALLAO**, known to me and known to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, he/she has hereunto set his/her hands and affixed his/her official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): Valid Florida Driver's License and that an oath (was) (was not) taken, this 22nd day of October, 2003.

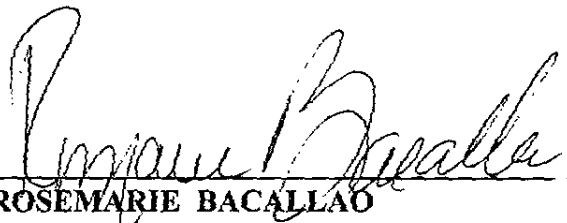


My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, 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.


ROSEMARIE BACALLAO
Registered Agent

Dated: October 22, 2003

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TALLAHASSEE, FLORIDA