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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BISCAYNE REHAB. SERVICES, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
BISCAYNE REHAB. SERVICES, INC.**

THE UNDERSIGNED incorporated hereby makes, subscribes, acknowledges and files with the Department of State; this corporation is for profit in accordance with the law of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be:
BISCAYNE REHAB. SERVICES, INC.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be to engage in any lawful act permitted under the laws of the United State of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.

**ARTICLE III
CAPITAL STOCK**

The maximum number of share of capital stock authorized to be issued by this corporation shall be one thousand shares of stock and its part value. (\$1.00 per share per value).

Each of said shares of stock should entitle the holder to on vote at any meeting of the stockholder. All or any part of said capital stock might be paid in cash, in property (other than stock securities) or in labor or services at a fair valuation to be fixed by the incorporator. All stock, when issued, shall be fully paid for and shall be non-assessable.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business shall be no less than **FIVE HUNDRE DOLLARS (\$500.00)**.

**ARTICLE V
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI
PRINCIPAL OFFICE**

The following shall be the address of the principal office of this corporation, but this corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices in their places of business at such other places within or without the State of Florida that may be deemed expedient:

1835 West Flagler Suite 200 Miami, FL 33135

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**ARTICLE VII
BOARD OF DIRECTORS**

This corporation shall have not less than two directors initially. The number of directors may be increased or diminished from time to time, by the By-laws adopted by the stockholders. The name and street address of the member of the first Board of Directors is:

**ALBERTO VEGA
PRESIDENT & SECRETARY**

**8081 NW 8TH STREET APT 4
MIAMI, FLORIDA 33126**

**RACHID LLAUDY
VICEPRESIDENT & TREASURY**

**2438 SW 6TH STREET
MIAMI, FLORIDA 33135**

**ARTICLE VIII
SUBSCRIBERS**

The name and addresses of the subscribers of these Articles of Incorporation and the number of share of stock, which is agree to take, is:

ALBERTO VEGA

**8081 NW 8TH STREET APT 4
MIAMI, FLORIDA 33126**

RACHID LLAUDY

**2438 SW 6TH STREET
MIAMI, FLORIDA 33135**

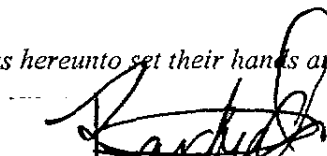
**ARTICLE IX
AMENDMENT**

These articles of Incorporation may be amended in the manner provided by law. The President shall approve every amendment,

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seal this December 10, 2003 at Miami, FL.



ALBERTO VEGA



RACHID LLAUDY

**STATE OF FLORIDA
COUNTY OF DADE**

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **ALBERTO VEGA and RACHID LLAUDY**, known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they are the subscribed to those Articles of Incorporation.

*IN WITNESS THEREOF, I have hereunto set my hand and seal,
This 10th day of December of 2003.*

Notary Public
Personally Known
**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE VERIFIED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

*That **BISCAYNE REHAB. SERVICES, INC.** Desiring to organize under the laws of the State of Florida, with its principal office at 1835 West Flagler Street Ste 200, Miami, FL 33135, County of Miami-Dade, has named **ALBERTO VEGA** as its agent service of process within this State.*

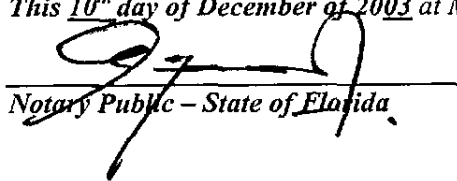
ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated people, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.



ALBERTO VEGA

*Sworn and subscribed before me,
This 10th day of December of 2003 at Miami, FL.*



Notary Public - State of Florida

My Commission Expires:



Adis Margarita Ugarte
Commission # DD 031148
Expires July 16, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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