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To: Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

mirck healthcare partners, inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
MIRCK HEALTHCARE PARTNERS, INC.**

The undersigned, RON VAN GENT, Esq., files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I. NAME:

The name of this Corporation shall be: MIRCK HEALTHCARE PARTNERS, INC.

ARTICLE II. NATURE OF BUSINESS:

- (a) The general nature of the business and business to be transacted are as follows: To transact any and all lawful business for which corporations may be incorporated under the laws of the state of Florida of the United States.
- (b) Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

ARTICLE III. SHARES:

The authorized capital stock of this Corporation shall consist of 100 shares of common stock, at \$1.00 par value per share.

ARTICLE IV. EFFECTIVE DATE AND EXISTENCE:

These Articles of Incorporation shall become effective and the corporate existence will begin on January 21, 2004. The Corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE:

The street address of the Corporation's initial principal office is:
5621-31 NW 28th ST
Ft. Lauderdale, FL 33313

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ARTICLE VI. REGISTERED AGENT:

The registered agent for the Corporation is: Ron van Gent, 2881 East Oakland Park Blvd., Ft. Lauderdale, FL 33306.

ARTICLE VII. DIRECTORS:

The Corporation shall have not less than (1) Director, as provided by the By-Laws. The Director shall hold office for one year, or until their successors have been duly elected and qualified. The initial Directors are:

Andrew Subachan
3758 SW 50th CT
Ft. Lauderdale, FL 33312

Judy Subachan
3758 SW 50th CT
Ft. Lauderdale, FL 33312

ARTICLE VIII. INCORPORATOR:

The name and address of the initial incorporator of the Corporation is:
Ron van Gent, Esq., 2881 East Oakland Park Blvd., Ft. Lauderdale, FL 33306.

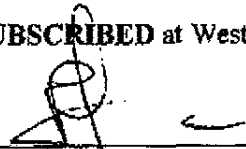
ARTICLE IX. GENERAL PROVISIONS:

- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subjects to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each director, stockholder and officer, in consideration for his services, whether then in office or not, for all or any portion of any reasonable cost and expenses incurred by him in connection with or arising out of any action, suit, proceeding or asserted claim in which he may be involved by reason of his being or having been a director,

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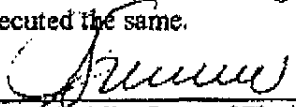
stockholder or officer of the corporation, whether or not wholly owned, to the maximum extent permitted by and subject only to the limitation and provisions of the laws of the State of Florida and the laws of the United States.

SUBSCRIBED at Weston, Florida, this 2nd day of January, 2004


 Ron van Gent, Esq.
 Incorporator

STATE OF FLORIDA)
 COUNTY OF BROWARD)


I HEREBY CERTIFY that on this 2nd day of January, 2004, and officer duly qualified to take acknowledgments, personally appeared Ron van Gent, Esq., who presented FDL# V525-720-69-006-D as identification/who is personally known to me and who executed the foregoing instrument, and acknowledged before me that he executed the same.


 Notary Public, State of Florida



ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.


 Ron van Gent

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