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(Requestor's Name)

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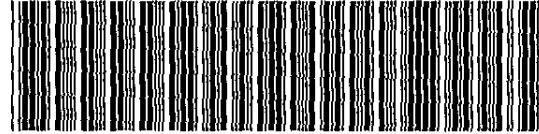
(Business Entity Name)

(Document Number)

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LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

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

1. WEST KENDAL OB/GYN AND ASSOCIATES, PA
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 7, 2004

LAZARUS

SUBJECT: WEST KENDALL OB/GYN AND ASSOCIATES
Ref. Number: W04000037049

We have received your document for WEST KENDALL OB/GYN AND ASSOCIATES and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 304A00058230

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OCT - 8 AM 10:24
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WEST KENDALL OB/GYN AND ASSOCIATES, PA

04 OCT - 8 AM 11:28
WEST KENDALL OB/GYN AND ASSOCIATES, PA

The undersigned incorporator, a natural person competent to contract and a medical doctor duly licensed to render services as such under the laws of the State of Florida, hereby forms a corporation for profit under the Professional Service Act and other laws of the State of Florida.

ARTICLE I – NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this corporation shall be WEST KENDALL OB/GYN AND ASSOCIATES, The principal office and mailing address for this corporation shall be:
PA

11760 Bird Road
Suite 641
Miami, FL 33175

ARTICLE II-GENERAL NATURE OF BUSINESS

The general nature of business to be transacted by this shall be: the practice of medicine including but not limited Gynecology, Obstetrics, Surgery, Infertility, and Ureogynecology.

- A. To engage in every phase and aspect of the business of rendering the same professional services to the public that a doctor duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents of the corporation who are duly licensed under the laws of the State of Florida to practice medicine therein.
- B. To invest the funds if this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of such professional services.

- C. To do anything necessary and proper for the accomplishment of furtherance of any of the purpose of objectives of the corporation enumerated in these Articles of Incorporation of any amendment thereof, and to do any act necessary of incidental to the protection and benefit of the corporation; and in general, either alone or in association with others corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furthermore of such purposes or objectives of the corporation.
- D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV- REGISTERED AGENT

The initial Registered Agent of this corporation shall be ALBERTO SIRVEN, Whose business office is identical with the corporation's registered office set forth below.

ARTICLE V-ADDRESS OF REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be:

11760 Bird Road
Suite 641
Miami, FL 33175

ARTICLE VI-TERM OF EXISTENCE

This corporation shall commence existence on the date of filing of these Articles of Incorporation, and shall exist perpetually unless dissolved accordingly to law.

ARTICLE VII-BOARD OF DIRECTORS

- A. The initial number of Directors may be of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Directors, but shall never be less than one (1).
- C. The name and street address of the initial member of Board of Directors, to hold office for the first year of existence of this corporation or until her successor is elected or appointed and has qualified are:

Name	Street Address
Alberto Sirven, MD	11760 Bird Road Suite 641 Miami, FL 33175
Julio E. Arronte, MD	11760 Bird Road Suite 641 Miami, FL 33175

- D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal shall be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.
- E. Each Director shall be a doctor duly licensed to render medical services as under the laws of the State of Florida.

ARTICLE VIII-INCORPORATION

The following is the name and street of the person signing these Articles of Incorporation, a doctor duly licensed to render medical services as such the laws of the State of Florida:

Name	Address
Alberto Sirven, MD	11760 Bird Road Suite 641 Miami, FL 33175

Julio E. Arronte, MD

11760 Bird Road
Suite 641
Miami, FL 33175

ARTICLE IX-SHAREHOLDERS

Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed to render services as doctors under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X-BYLAWS

The power to adopt, amend or repeal Bylaws for the management of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE XI- ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of State of Florida, and pursuant to the purpose and objectives hereinabove stated, this corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.
- B. To purchase and acquire any or all of it's shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies; provide, however, that the capital of the corporation shall not be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following: (1) a person plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a corporate health plan, (5) a group term life insurance plan, or (6) any other retirement or incentive compensation plan.

ARTICLE XII-AMENDMENT

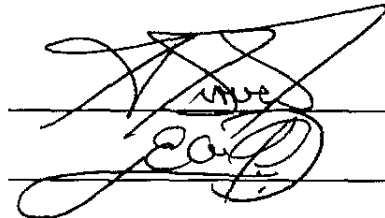
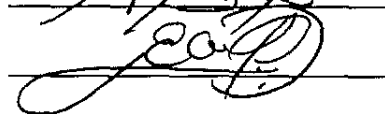
The Corporation reserves the right to amend these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLES XIII-INDEMNIFICATION

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CLERK OF THE COURT
JANUARY 11, 2005

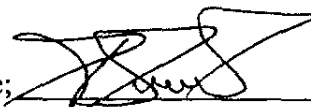
The corporation shall indemnify any officer or Director to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this ____ day of October 2004.


____ Incorporator

____ Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named Registered Agent for the above stated 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, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Signature: 
Name: Alberto Sireu
Date: October ____, 2004