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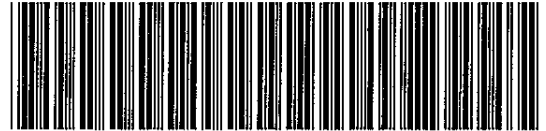
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APR 8 2005

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4/7/05

Requestor's Name Armando Perez
Address 2631 SW 27 St
Miami FL 33133
City State ZIP Phone

305 854 3993

CORPORATION(S) NAME

Midland Professional Investment
Corp.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

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☐ Call If Problem

☐ After 4:30

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☐ Will Wait

☒ Pick Up

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Availability
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Examiner
Updater
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Acknowledgment
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Empire Toll Free: 1-800-432-3028

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AND
FILED

05 APR -8 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MIDLAND PROFESSIONAL INVESTMENT CORP.**

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is:

MIDLAND PROFESSIONAL INVESTMENT CORP.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.

b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.

c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit

as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any and all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at one (\$1.00) dollar par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share at the price at which it is offered to others.

ARTICLE VI. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is: 3611 S.W. 107th Ave., Miami, Florida 33165.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have TWO directors initially. The number of directors may be either increased or decreased by the By-Laws adopted by the shareholders but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
LAZARO BOUZA, M.D.	3611 S.W. 107th Ave., Miami, FL 33165
FRANKLIN LLANES, M.D.	9845 S.W. 40th Street, Miami, FL 33165

ARTICLE VIII. REGISTERED AGENT

The name and Florida street address of the initial registered agent of this corporation is: LAZARO BOUZA; 3611 S.W. 107th Ave., Miami, FL 33165.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
FRANKLIN LLANES	9845 S.W. 40th Street, Miami, FL 33165


ARTICLE X. BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of April, 2005.

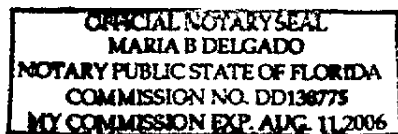

 FRANKLIN LLANES/INCORPORATOR

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME the undersigned authority personally appeared
FRANKLIN LLANES, known to me to be the person who executed the
Articles of Incorporation of "MIDLAND PROFESSIONAL INVESTMENT
CORP.", and has acknowledged before me that he has executed the
same for the purposes expressed therein.

IN WITNESS WHEREOF, I have set my hand and affixed my
official seal at Miami-Dade County, Florida, this 4 day of
April, 2005.



Maria B Delgado
NOTARY PUBLIC
4/6/05

Type of identification provided: _____

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to accept service of process for "MIDLAND
PROFESSIONAL INVESTMENT CORP.", at the place designated in the
foregoing 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.

DATE: 4/6/05

SIGNATURE: L. Bouza
LAZARO BOUZA as
REGISTERED AGENT