

Apr-25-2005 03:03pm From:RUDEN MCCLOSKEY 17 FL ST

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

From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
Phone : (954)527-2428
Fax Number : (954)764-4996

FLORIDA PROFIT CORPORATION OR P.A.

Gottlieb and Mosley-Mendez, D.O., P.A.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
GOTTLIEB AND MOSLEY-MENDEZ, D.O., P.A.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act and the Florida Professional Service Corporation Act for the purpose of engaging in the practice of medicine.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be: Gottlieb and Mosley-Mendez, D.O., P.A. (hereinafter, the "Corporation").

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 1951 S.W. 172nd Avenue, Suite 416, Miramar, Florida 33029.

ARTICLE III

PURPOSE

The purpose for which the Corporation is organized is to provide medical services and to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$0.01 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefore. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining

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after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

ARTICLE V

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 3700 North 32nd Terrace, Hollywood, Florida 33021 and the initial registered agent of the Corporation at that address shall be Jay Gottlieb.

ARTICLE VI

INCORPORATOR

The name and street address of the persons signing these Articles of Incorporation is:

Jay Gottlieb
3700 North 32nd Terrace
Hollywood, Florida 33021

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 25 day of April, 2005.


Jay Gottlieb
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Jay Gottlieb
Registered Agent

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