

Division of Corporations

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
Page 1 of 1
05 NOV 17 PM 12:05

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000267090 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From:
Account Name : EXPRESS CORPORATE FILING SERVICE INC.
Account Number : I20000000146
Phone : (305) 444-4994
Fax Number : (305) 444-4977

FLORIDA PROFIT CORPORATION OR P.A.

MIRAMAR MEDICAL ASSOCIATES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

[Electronic Filing Menu](#)

[Corporate Filing](#)

[Public Access Help](#)

(((H05000267090)))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
05 NOV 17 PM 12:05

ARTICLES OF INCORPORATION

MIRAMAR MEDICAL ASSOCIATES, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of State of Florida, under the provisions of the Chapter 607 of Florida Statutes, providing for the formation, liability, rights, privileges and immunities for a Corporation, for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE ONE

Name of the Corporation

The Name of the Corporation shall be:

MIRAMAR MEDICAL ASSOCIATES, INC.

ARTICLE TWO

Nature of Business

The general nature of business to be transacted by this corporation shall be:
Any activity and business permitted under the Laws of the State of Florida including but not limited to health services.

ARTICLE THREE

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 500 shares, each having a par value of \$1.00 per share. Each of said shares of stock shall entitle the holder thereof to 1 (one) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such Purpose. All stock when issued shall be fully paid for and shall be non-assessable.

(((H05000267090)))

ARTICLE FOUR

Initial Capital

The amount of capital with which this Corporation shall begin doing business shall be:
Five Hundred Dollars (\$500.00)

ARTICLE FIVE

Term of Existence

This Corporation shall be of perpetual existence.

ARTICLE SIX

Principal Office

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

**8910 Miramar Parkway
Suite 117
Miramar, FL 33025**

ARTICLE SEVEN

Directors

There shall be a Board of Directors for this Corporation which consist of **ONE**. The number of Directors may be increased or diminished from time to time as determined by the By-Laws By-Laws, but shall never be less than one. Each of said Directors shall be of full age and all of them shall be residents of the United States. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

(((H05000267090)))

ARTICLE EIGHT
Initial Board of Directors

The names and address of the First Board of Directors shall be as follows:

Name	Addresses	Office
Walter G. Gavilanes	2318 NW 23 Ct. Miami, Fl 33142	President

ARTICLE NINE
Subscribers

The names and addresses of each subscriber of these Articles of Incorporation and the number of shares of stock each agree to purchase are:

Name	Addresses	Share
Walter G. Gavilanes	2318 NW 23 Ct. Miami, Fl 33142	500

ARTICLE TEN
Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation: any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been know to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors of this Corporation, with like force and effect as if he were not such Director or officer of such Corporation or not so interested.

(((H05000267090)))

ARTICLE ELEVEN
Amendment


The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes stated therein this 17th day of November, of the year 2005.



Walter G. Gavilanes
President

Sworn to and subscribed before me this 17th day of November, of the year 2005.



Notary Public



JONIE R. LOPEZ
MY COMMISSION # 00 170323
EXPIRES: December 8, 2008
Standard Trust Budget Notary Services

((H05000267090)))

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

MIRAMAR MEDICAL ASSOCIATES, INC.

THE REGISTERED AGENT AND OFFICE IS:

Walter G. Gavilanes
8910 Miramar Parkway
Suite 117
Miramar, Fl 33025

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT.

SIGNATURE

Walter Gavilanes

DATE

11-17-05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE REGISTRATION
05 NOV 17 PM 12:06



JORGE R. LOPEZ
MY COMMISSION # DD 170022
EXPIRES: December 6, 2006
Based Upon Budget Notary Services