

PO 6888116414

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

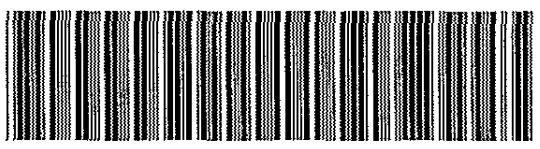
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500079556645

03/03/06--01012--014 \*\*87.50

2006 SEP -9 P 11: 36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

9-8-06  
WCC

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Clinical Research of Greater Miami, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Karen Z. Rosen, Esq.  
Name (Printed or typed)

6000 SW 106 St.  
Address

Miami, FL 33156  
City, State & Zip

305 667-2399  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
CLINICAL RESEARCH OF GREATER MIAMI, INC.**

The undersigned, acting as incorporator of **Clinical Research of Greater Miami, Inc.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is: **Clinical Research of Greater Miami, Inc.**

**ARTICLE II**

**COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Department of State of the State of Florida.

**ARTICLE III**

**DURATION**

The duration of the Corporation will be perpetual.

**ARTICLE IV**

**PURPOSE**

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

**ARTICLE V**

**PRINCIPAL OFFICE**

The principal office of the Corporation shall be:

275 Alhambra Circle  
Coral Gables, FL

2006 SEP - 8 P 4: 36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

## **ARTICLE VI**

### **AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

## **ARTICLE VII**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 6000 SW 106<sup>th</sup> Street, Miami, FL 33156 and the name of the Corporation's initial registered agent at that address is Karen Z. Rosen, Esq.

## **ARTICLE VIII**

### **INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided by the Bylaws. The name and address of the director is:

Jeffrey B. Rosen  
275 Alhambra Circle  
Coral Gables, FL

## **ARTICLE IX**

### **INCORPORATOR**

The name and street address of the incorporator is:

Karen Z. Rosen, Esq.  
6000 SW 106<sup>th</sup> Street  
Miami, FL 33156

## **ARTICLE X**

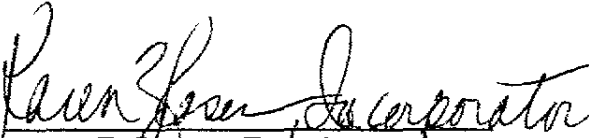
### **INDEMNIFICATION**

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of

another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorney's fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

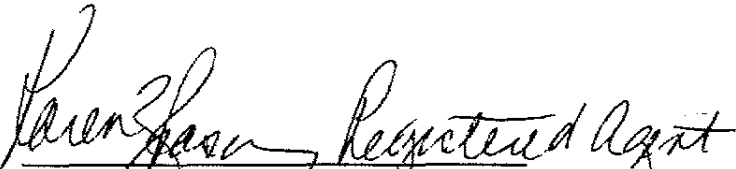
The rights accruing to any person under the foregoing provision shall not exclude any other right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided herein.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>th</sup> day of September 2006.

  
Karen Z. Rosen, Esq., Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned is familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Karen Z. Rosen, Esq., Registered Agent