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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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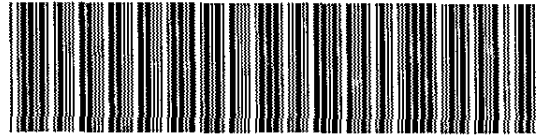
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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
BUSINESS REGISTRATION
TALLAHASSEE, FLORIDA

D. WHITE SEP 28 2006

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VALIDATION ONLY

9/30/04 Isak

Isak Weiner

Requestor's Name

10270 S.W. 19 St.

Address

Miami FL 33165

City

State

ZIP

Phone

(305) 554-6083

CORPORATION(S) NAME

Miguel T. Almonia MD, P.A.

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy of Articles

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

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06 SEP 27 AM 10:30

FLORIDA

September 25, 2006

EMPIRE

SUBJECT: MIGUEL T. ALMUNIA MD, P.A.
Ref. Number: W06000041961

We have received your document for MIGUEL T. ALMUNIA MD, P.A. 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 specific nature of business of the professional association must be stated in the document.

For future reference. ALL P.A. (PROFESSIONAL ASSOCIATIONS) registrations must include in the purpose portion of the ARTICLES what profession they represent. For instance; medicine, architecture, dentistry, real estate etc.

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) 245-6933.

Dale White
Document Specialist
New Filing Section

Letter Number: 306A00057047

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06 SEP 27 PM 12: 57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
MIGUEL T. ALMUNIA MD, P.A.
A FLORIDA CORPORATION

The undersigned, acting as Incorporation of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I – CORPORATE NAME:

The name of the Corporation is:

MIGUEL T. ALMUNIA MD, P.A.

ARTICLE II – NATURE OF CORPORATE BUSINESS:

To operate a Medical Office business.

ARTICLE III – CAPITAL STOCK:

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 shares of stock having a \$1.00 par value, which shall be designated as "COMMON SHARES".

ARTICLE IV – PREEMPTIVE RIGHTS:

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V – EXISTENCE:

The Corporation shall have a perpetual existence, unless sooner dissolved according to Law.

ARTICLE VI – INITIAL REGISTERED AGENT, INITIAL REGISTERED OFFICE AND INITIAL BUSINESS ADDRESS:

The Corporation's initial Registered Agent in the State of Florida is:
MIGUEL T. ALMUNIA

The Corporation's initial Registered Office and initial business address in the State of Florida is: 11880 SW BIRD ROAD, SUITE #219, MIAMI, FL 33175.

The Board of Directors may, at any time, move the principal office to any other address in the State of Florida.

ACKNOWLEDGEMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial Registered Agent to accept services of process on the Corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of Law pertaining thereto in pursuance of Chapter 48.091 of the Florida Statutes.


MIGUEL T. ALMUNIA

ARTICLE VII – INITIAL BOARD OF DIRECTORS:

The number of Directors constituting the initial Board of Directors of the Corporation is/are ONE (1). The number of Directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one or more than ten.

ARTICLE VIII – INITIAL DIRECTOR(S) AND OFFICER(S):

The name(s) and address(ess) of the initial Board of Director(s)
is/are:

MIGUEL T. ALMUNIA, DIRECTOR AND PRESIDENT
11835 SW 47th STREET, MIAMI, FL. 33175.

ARTICLE IX – CUMULATIVE VOTING FOR DIRECTOR(S):

At all elections for Director(s) of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for this provisions as to cumulative voting) he or she would be entitled to cast for the election of Director(s) with respect to his or her shares of stock multiplied by the number of Director(s) to be elected, and he or she may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as he or she may see fit.

ARTICLE X – INCORPORATOR:

The name and address of the Incorporator executing these Articles
of Incorporation is:

MIGUEL T. ALMUNIA
11835 SW 47th STREET, MIAMI, FL. 33

ARTICLE XI – AMENDMENT OF ARTICLES:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XII – RESTRICTIONS ON TRANSFER OF STOCK:

Shares of Capital Stock of this Corporation shall be issued initially to the following person(s) in the amount(s) set opposite the name(s):

MIGUEL T. ALMUNIA - 100%

Shares held by the initial shareholders listed above may not be resold to other person(s) unless such shares are first offered to the remaining shareholder(s) or to the Corporation. The same principle will apply with respect to any other shareholder(s) the Corporation may add during the term of its existence.

ARTICLE XIII – CALLING OF SPECIAL MEETING:

Special meeting(s) of shareholders may be called by Certified Mail, return-receipt requested, given five (5) days written notice. Shareholders may participate in special meetings by means of telephone conference as provided by Law. The shareholders may also take any action(s) by written consent without a meeting as provided by Law.

ARTICLE XIV – SHAREHOLDERS QUORUM AND VOTING:

Fifty one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of Fifty one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV – MANAGEMENT OF CORPORATION BY SHAREHOLDERS:

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the shareholders of this Corporation.

ARTICLE XVI – POWERS:

The Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XVII – DIVIDENDS:

Dividends may be paid to shareholders only out of the unreserved and unrestricted earned surplus of the Corporation.

ARTICLE XVIII – INDEMNIFICATION:

The Corporation shall indemnify any Officer or Director, or any former Officer and Director, to the full extent permitted by Law.

ARTICLE XIX – CONFLICT OF INTEREST:

No contract between this Corporation and another Corporation or another individual shall be invalidated by reasons of the fact that one or more of the Officers or Directors of this Corporation are Officers or Directors of the said other Corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other individual(s) contracting with the Corporation.

ARTICLE XX – NOTICE:

Any notice required herein shall be Certified Mail, return-receipt requested, or hand delivered to the stockholder(s) to the name and address of the initial Registered Office and Agent.


MIGUEL T. ALMUNIA
INCORPORATOR

FILED
06 SEP 27 PM 12:57
CLERK OF STATE
TALLAHASSEE, FLORIDA