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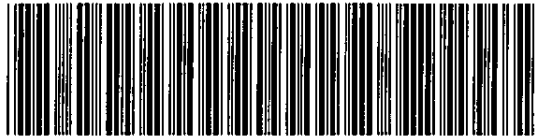
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Signature]
11/13

November 8, 2007

Department of State
Division of Corporations
P.O. Box 6198
Tallahassee, Florida 32314

Subject: *Juan C. Torres-Urrutia, M.D., P.A.*

Dear Sir/Madam:

Enclosed is an original and one (1) copy each of the Articles of Incorporation, and Certificate of Designation Registered Agent/Registered Office.

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be November 15, 2007.

Enclosed also is a check in the amount of \$70.00 for the following:

- Filing of the two (2) above mentioned documents \$70.00

Sincerely,



Juan C. Torres-Urrutia, Registered Agent
89 Vivante Boulevard #8931
Punta Gorda, Florida 33950
941-286-0641

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Juan C. Torres-Urrutia, M.D., P.A.

A PROFESSIONAL ASSOCIATION

I, the undersigned, **Juan C. Torres-Urrutia** do hereby prepare these Articles of Incorporation for the purpose of forming a corporation and professional association for profit as provided under the laws of the State of Florida, Florida Statutes 607 and 621.

1. **Name.** The name of the corporation shall be ***Juan C. Torres-Urrutia, M.D., P.A.***
2. **Effective Date.** The effective date of the corporation shall be November 15, 2007.
3. **Purpose.** The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida and particularly for the providing of professional services in the form of the practice of medicine.
4. **General Powers.** The Association shall have the following powers:
 - a.) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purposes contained in Article II above.
 - b.) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
 - c.) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statutes, to reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
 - d.) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge all or any of its property, and income.

- e.) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.
5. **Term.** This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.
6. **Office.** The principal mailing address of the corporation is to be located at 89 Vivante Boulevard, #8931, Punta Gorda, Florida 33950.
7. **Management.** This corporation shall have one director, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.
8. **Directors.** The names and addresses of the first Board of Directors of this corporation follows:

Juan C. Torres-Urrutia
89 Vivante Boulevard #8931
Punta Gorda, Florida 33950

This Board of Directors shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

This officer shall hold office for the first year of the corporation's existence or until his successors have been elected and have qualified.

9. **Stock.** Said corporation is hereby authorized to have outstanding at any time, a maximum of one thousand (1,000) shares of common stock with \$1.00 par value; no other class type of stock to be issued. Each share of stock shall entitle the owner thereof to one (1) vote.
10. **Shareholders.** The name and post office address of each shareholder hereto, the number of shares of stock each agrees to take, and the amount to be paid therefore, follows:

Juan C. Torres-Urrutia	100%
89 Vivante Boulevard #8931	
Punta Gorda, Florida 33950	

11. **Resident Agent.** The name and address of the resident agent of the corporation is:


Juan C. Torres-Urrutia
89 Vivante Boulevard #8931
Punta Gorda, Florida 33950

By-Laws. The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

In witness whereof, said parties and subscribers have hereunto set their hands and seals this 8th day of November, 2007

SIGNED AND SEALED
IN THE PRESENCE OF:





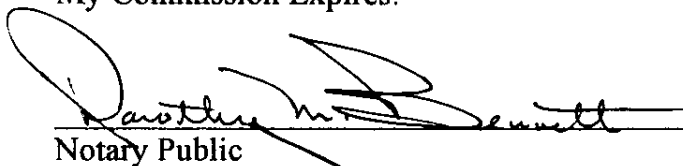
Juan C. Torres-Urrutia
89 Vivante Boulevard #8931
Punta Gorda, Florida 33950

STATE OF FLORIDA
COUNTY OF CHARLOTTE

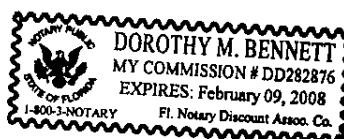
Before me, a Notary Public in and for the above State and County, personally appeared **Juan C. Torres-Urrutia** incorporator of **Juan C. Torres-Urrutia, M.D., P.A.** who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

Witness my hand and official seal in the County and State aforesaid 8th day of November, 2007.

My Commission Expires:



Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

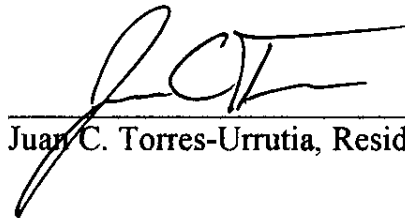
In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **Juan C. Torres-Urrutia, M.D., P.A.** desiring to organize under the laws of the State of Florida with its principal office as indicted in the Articles of Incorporation at Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named and accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

November 8, 2007



Juan C. Torres-Urrutia, Resident Agent

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