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FLORIDA PROFIT/NON PROFIT CORPORATION

montecristo medical center, corp

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# ARTICLES OF INCORPORATION OF MONTECRISTO MEDICAL CENTER, CORP

Pursuant to and in accordance with the laws of Florida, the following jare the Articles of Incorporation of Montecristo Medical Center Corp.

ARTICLE I

The name of the Company is Montecristo Medical Center, Corp.

# **ARTICLE II**

This corporation may engage in the transaction of any or all-lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

## **ARTICLE III**

The Maximum number of shares of stock that this corporation is authorized to issue at anytime is 1,000 shares at a 1.00 per share.

#### ARTICLE IV

The shareholders of this corporation shall have preemptive rights to acquire in issued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

## **ARTICLE V**

This corporation is to have a perpetual existence.

#### ARTICLE VI

The principal office of this corporation shall be located at 1653 NW 34 Street Miami, Florida 33142. The Board of Directors as may from time to time be determined and authorized by its Board of directors, with branch offices in such other cities, or countries as may from time to time authorize, with the corporation retaining the power of moving its office to any other address in Florida.

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Prepared by an Non-Attorney

Teresa G. Uncal

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1280 SW 1 Street suite 1 Miami, Florida 33/35

Tel: 305 644-9016

# ARTICLE VII

The initial registered office for this corporation shall be Virginia L Lindsey and the initial registered agent at such address shall be 1663 NVV 34<sup>th</sup> Street Miami, Florida 33142.

# **ARTICLE VIII**

This corporation shall at all times have at least one and not more than five (10) directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at anytime, increase or decrease the size of the Board of Directors of the corporation.

(President Figinia Lindsey 13051 NVV 1<sup>st</sup> Street Suite 101 Pembroke Pines, Florida 33028

(Vice-President) Vida James

2324 NW 85" Street Miami, Florida 33147

(Treasury) Johnnie Bryant

2324 NW 85th Street Mlami, Florida 33147

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## ARTICLE IX

The names and address of the Members of the First Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until earlier resignation, removal from office or death should be Vida James.

#### ARTICLE X

The name and address of the subscriber is Virginia Lindsey 13051 NW 1st Street Suite 1001 Pembroke pines, Florida 33028.

# **ARTICLE XI**

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

#### **ARTICLE XII**

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceedings, of what ever nature, to which he or she is or shall be made a part by reason of him or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at any time such cost or expenses is incurred by or imposed upon him or her).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him or her as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter is entitled as matter by law.

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IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, on this 13th day of March 2008.

President Virginia Lindsey

Vice President Vide James

Treasury Johnnie Bryant

State of Florida County of Collier

Before me personally appear Virginia Lindsey, Vida James and Johnnie Bryant who are personally known to me to be the person whose names are subscribed on this Articles of Incorporation and who has acknowledged the foregoing instrument before me this 13th day of March 2008.

Teresa G. Uncal Notary Public



The certificate of designating place of business for the service of process within Florida, naming agent upon process may be served.

Having been named to accept service of process for the above named corporation, on this 13th day of March 2008, at the place designated in this certificate. Furthermore I agree to comply with the provisions of all statutes relative to the proper and complete of my duties.

Virginia Lindsey

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