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# ARTICLES OF INCORPORATION 09 DEC 21 PM 3: 50 OF FISIOTERAPIA HOLLYWOOD MEDICAL, TANAHASSEE, FLORIDA

State of Florida County of Dade

Pursuant to and in accordance with the laws of Florida, the following are the Articles of Incorporation of: FISIOTERAPIA HOLLYWOOD MEDICAL, INC

# ARTICLE I

The name of the Company is: FISIOTERAPIA HOLLYWOOD MEDICAL, INC

# **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 100 shares par value.

#### **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 is located at 115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020, and It's 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 in Florida, with the corporation retaining the power of moving its office to any other address in Florida.

Prepared by an Non-Attorney

Teresa G. Uncal

115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020

Tel: 786 399-3758

**ARTICLE VII** 

Teresa G. Uncal and the physical address is 115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020.

#### ARTICLE VIII

This corporation shall at all times have at least one and not more than five (5) 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.

Vicenza Auciello (Président)

115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020 Ashley F. Conzalez (Director

115 South 17<sup>th</sup> Avenue

Hollywood, Florida 33020

Teresa G. Uncal (Vice President)

115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020

# 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:

# ARTICLE X

The name and address of the subscriber is: Teresa G. Uncal and her physical address is: 115 South 17<sup>th</sup> Avenue Hollywood, Florida 33020.

# 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 her in connection with, or resulting from any action, suit or proceedings, of what ever nature, to which she is or shall be made a part by reason of her being or having been a director of the corporation (whether or not 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 her).

However, an exception is made to the above in relation to matters as to which she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in 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.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, on this 3<sup>rd</sup> day of December 2009.

Teresa G. Uncal (Vice President)

APPHOYEL AND FILED

State of Florida County of Dade 09 DEC 21 PM 3: 50

SECRETARY OF STATE TALLAHASSEE FLORIDA

Before me personally appear Teresa G. Uncal, Vicenza Auciello and Ashley F. Gonzalez, who are all personally known to me to be the persons whose names are subscribed on this Articles of Incorporation and who has acknowledged the foregoing instrument before me this 3<sup>rd</sup> day of December 2009.

Notary Public

My commission expires:

ILVIS L. TORRES

Comm# DD0819395

Expires 9/2/2012

Florida Notary Assn., Inc.

# CERTIFICATE OF DESIGNATION OF AGENT/REGISTERED OFFICE

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

I Teresa G. Uncal hereby accept service of process for the above named corporation, on this 3<sup>rd</sup> day of December 2009, 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.

Teresa G. Uncal (Subscriber)