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### FLORIDA PROFIT/NON PROFIT CORPORATION FISIOTERAPIA HOLLYWOOD MEDICAL CENTER, INC

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March 19, 2010

FLORIDA DEPARTMENT OF STATE Division of Corporations

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SECRETARY OF STATE DIVISION OF CORPORATION

# ARTICLES OF INCORPORATION 2010 HAR 19 PM (2: 05 OF FISIOTERAPIA HOLLYWOOD MEDICAL CENTER, INC

State of Florida County of Dade

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

#### ARTICLE I

The name of the corporation is: FISIOTERAPIA HOLLYWOOD MEDICAL CENTER, INC.

#### ARTICLE II

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

#### ARTICLE III

The maximum number of shares of stocks that this corporation is authorized to issued at any time 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 subscribed 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.

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#### ARTICLE IX

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

#### ARTICLE X

The By-Laws of this corporation may be created, amended, changed or raplaced by either the stockholders or the directors of the corporation at any duly scheduled special meeting called for the purposes.

#### ARTICLE XI

Every person who is now is or hereinafter shall become 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/him in connection with or resulting from any action, suit or proceedings of what ever nature, to which she/he is or shall be made a part by reason of her/his being or having been a director of the corporation (whether or not she/he is made party to such action, suit or proceeding, or at any time such cost or expenses is incurred by or imposed upon her/him.

However, an exception is made to the above in relation to matters as to which she/he be finally adjudged in such action, suit or proceeding to have been directly in the performance of the duties imposed in his/her director. The right if 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 laws.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation on this 15<sup>th</sup> day of March 2010.

Teresa G. Uncal

#### ARTICLE VI

The principal office of this corporation 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 A NON ATTORNEY:

Teresa G. Uncal 115 S. 17<sup>th</sup> Avenue

Hollywood, Florida 33020

#### **ARTICLE VII**

This corporation shall at all times have at least one or no more than five (5) directors who shall conduct the business of the corporation as Board of directors. The Stockholders of this corporation may, from time to time and at any time increase or decrease the size of the board of directors of the corporation.

Vincenza Auciello President

Teresa G. Uncal Vice President

#### **ARTICLE VIII**

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: Vincenza Auciello.

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#### STATE OF FLORIDA COUNTY OF DADE

Before me personally appear Teresa G. Uncal, who have produced a Florida . License as identification and whose name is subscribed on this Articles of incorporation and Vincenza Auciello personally known to me and who both acknowledged the foregoing instrument before me this 15th day of March 2010.

FDL U524-807-60-717-0

Notary Pub

CERTIFICATE OF DESIGNATION OF AGENT/REGISTERED OFFICER

I Teresa G. Uncal hereby accept service of process for the above named corporation, on this 15th day of March 2010, 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.

115 S. 17 AVENUE Hollywood, FL 33020

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