

P120000103345

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

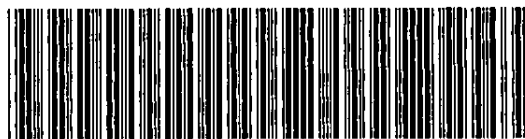
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700242987327

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 DEC 21 PM 12:30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC 21 PM 3:45

bm 12/21/12

FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 12/21/12

NAME: NEW MRMA HOLDINGS, INC.

TYPE OF FILING: ARTICLES OF INCORPORATION

COST: 78.75

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

ARTICLES OF INCORPORATION

OF

NEW MRMA HOLDINGS, INC.

ARTICLE I

The name of this corporation is New MRMA Holdings, Inc. (the "Corporation").

ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

ARTICLE III

The address of the principal office and mailing address of the Corporation is 6141 Sunset Drive, Suite 301, Miami, Florida 33143.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock of the Corporation shall be as follows:

Number of Shares

Authorized

2,000

Par Value Per Share

\$0.01

Class of Stock

Common

ARTICLE V

The street address of the Corporation's initial registered office is 515 East Park Avenue Tallahassee, FL 32301, and the name of its initial registered agent at such office is NRAI Services, Inc.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The name and address of the initial director of the Corporation, who will serve as a director until his successor is duly elected and qualified, is as follows:

Howard Schwartz, MD - 6141 Sunset Drive, Suite 301, Miami, Florida 33143.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC 21 PM 3:45

ARTICLE VII

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act, as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

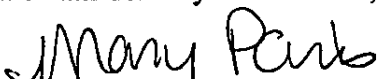
If the Act hereafter is amended to authorize the further elimination or limitation of the liability of directors and officers, then the liability of the Corporation's directors and officers shall be eliminated or limited to the fullest extent authorized by the Act, as amended.

The Corporation shall indemnify and shall advance expenses on behalf of its directors, officers, former directors and former officers to the fullest extent not prohibited by law in existence either now or hereafter.

ARTICLE VIII

The name of the Incorporator is Mary Paris, c/o Triad Professional Services, LLC, 1720 Windward Concourse, Suite 390, Alpharetta, GA 30005.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 21st day of December, 2012.



Mary Paris, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for NEW MRMA HOLDINGS, INC., at the place designated in these Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent, as provided in Florida Statutes Section 607.0505.

Dated this 21st day of December, 2012.

NRAI Services, Inc.

By: Mary Paris

Name: Mary Paris

Title: Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 DEC 21 PM 3:49