

3/2018

Division of Corporations

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT/NON PROFIT CORPORATION
ALIGN PT, INC.

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ARTICLES OF INCORPORATION OF ALIGN PT INC.

Article I – Name of Corporation and Duration

The name of this corporation is **ALIGN PT, INC.** The corporation shall exist perpetually. The effective date upon which the Corporation shall come into existence shall be the date these Articles of Incorporation are filed by the Secretary of State.

Article II –Principal Office and Mailing Address

The mailing address office of the Corporation is:
9300 SW 87th Ave, Suite 6, Miami, Florida 333176
And

The principal office address of the Corporation is:
9300 SW 87th Ave, Suite 6, Miami, Florida 333176

Article III – General Nature Of Business

The general nature of the business to be transacted by this corporation shall be:

- A. Any and all lawful business purposes. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of such business services.
- B. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this Corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this Corporation.
- C. It Is Intended that this, Corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be from time to time amended.

Article IV – Capital Stock

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of \$.05 per share, which may not be fractional shares.

- A. All or any portion of the capital-stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so Issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

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- B. Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

Article V – INITIAL OFFICERS AND/OR DIRECTORS

Frances Hundley, Sec. D
1756 NW 126th Drive
Coral Springs, Florida 33071

Loida Garcia, CEO, D
1756 NW 126th Drive
Coral Springs, Florida 33071

Ellis Okyle COO, D
6215 SW 59th Street
Miami, Florida 33143

Michael Pinto, V.P., D
6215 SW 59th Street
Miami, Florida 33143

Article VI – Registered Office and Agent

The name of the registered agent and address of the registered office of this Corporation shall be:

Stuart A. Teller, Esquire
Stuart A. Teller, P.A.
7320 Griffin Road, Suite 216
Davie, Florida 33314

Article VII – Incorporator

The following is the name and street address of the incorporator signing these Articles of Incorporation:

Stuart A. Teller, Esquire
7320 Griffin Road, Suite 216
Davie, Florida 33314

Article VIII – Additional Corporate Powers

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

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A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer or otherwise dispose of such shareholder's shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the Bylaws adopted by the shareholders of this Corporation, or a shareholders' agreement between this Corporation and its shareholders setting forth the tenor and conditions of such purchase; provided, however, the capital of this Corporation cannot be impaired thereby.

C. To enter into, for The benefit of its employees, one or more of the following:

- (1) a pension plan;
- (2) a profit-sharing plan;
- (3) a stock bonus plan;
- (4) a thrift and savings plan;
- (5) a restricted stock option plan; or
- (6) other retirement or incentive compensation plan;
- (7) health and or life insurance plan.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Incorporator

Signature/Registered Agent

Date

Date

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