

# P21000026572

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000104434 3)))



H21000104434ABCT

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.**  
Doing so will generate another cover sheet.

**To:**

Division of Corporations  
Fax Number : (850)617-6381

**From:**

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.  
Account Number : I20000000019  
Phone : (305)552-5973  
Fax Number : (305)675-5944

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION  
RISING STAR MENTAL HEALTH CENTER, PA**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

RECEIVED  
2021 MAR 25 PM 12:43  
DIVISION OF CORPORATIONS  
COMMERCIAL  
SERVICES

## ARTICLES OF INCORPORATION

### RIISING STAR MENTAL HEALTH CENTER, PA

#### ARTICLE I - NAME

The name of this corporation is: RISING STAR MENTAL HEALTH CENTER, PA

#### ARTICLE II - DURATION

This corporation is to exist perpetually. It shall commence its existence at the time of filing these Articles of Incorporation.

#### ARTICLE III - PURPOSE

The purpose of this corporation is to offer Psychologist, and Psychotherapist under the laws of the United States of America and the laws of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue up to Five Thousand (10,000) shares of common stock with a par value of \$ 1.00 Dollar per Share.

Shares may be issued for such consideration as is determined from time to time by the stockholders.

This power which, is hereby reserved unto stockholders by right, may and is hereby delegated, unto the Board of Directors.

The Board may issue the shares of this corporation for such consideration as is determined from time to time by the Board, unless and until the stockholders by affirmative action communicate to the Board in writing their decision to determine the consideration for the issuance of no-issued or sales of treasure shares. This action by stockholders will not affect prior action by the Board.

The consideration for the issuance of shares or disposal or treasure shares may be paid, in whole or part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

Shares may not be issue until the full amount of consideration therefore been paid.

When payment of the consideration for which shares are to be issue shall have been received by the corporation, such shares shall be deemed to be fully paid an no assessable.

#### ARTICLE V – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any stock of this corporation of the same kind, class series as that which he already holds, shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI – PRINCIPAL OFFICE AND PRINCIPAL AGENT

The street address of the principal office of this corporation is 15114 SW 104 Street, Ste. #611, Miami, Fl. 33196 the name of the initial register agent of this corporation at that address is: Marialuisa Rospigliosi.

#### ARTICLE VII – INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of Directors may be increased or diminished from time to time in such manner as may be prescribe by the by-laws, but shall never be less than one (1)

#### ARTICLE VIII - INITIAL DIRECTORS

The mane and street address of each of the members of the Board of Directors of this corporation are:

NAME	ADDRESS
MARIALUISA ROSPIGLIOSI	15114 SW 104 STREET, STE. #611 MIAMI, FL 33196

## ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify and hold harmless each person who shall serve at any Time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, at a director or officer of any other corporation, from and against any and shall claims and liabilities to which such person shall becomes subject by reason of having heretofore or thereafter being a director or officer of the corporation, or by reason of action an alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties. The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitle nor shall herein contained restrict the right of the corporation of indemnify or reimburse such person in any proper case even though not specifically herein provided for, No contract or other transaction between this corporation and other corporation, and no act of this corporation shall in any way be effected or invalidated by the act that any directors of the corporation are pecuniarily or otherwise in, or are directors or officers of, such corporation: any director individually, or any firm of which any director may be a member, may be a party to, may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or firm so interested shall be disclosed or shall have known to the board of directors or such members thereof as shall be present at any meeting of the board of directors at which action upon any such contract or transaction shall be taken; and any directors of the corporation who is also a director or offices of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of the corporation which shall authorize any such contract or transaction, and vote thereat to authorize any such contract or transaction, with the like force and effect as if were not such directors or officer of such other corporation or not so interested.

## ARTICLE X – REMOVAL OF DIRECTORS

Any director or entire board of directors may be removed, with or without cause, by the vote of the holders of a majority of share than entitled to vote at an election of directors at a special meeting of shareholders called expressly for that purpose.

## ARTICLE XI - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation is:

NAME	ADDRESS
MARIALUISA ROSPIGLIOSI	15114 SW 104 STREET, STE.# 611 MIAMI, FL. 33196

## ARTICLE XII - BY LAWS

The power to adopt, alter amend, or repeal by-laws shall be vested in the board of directors.

BY-LAWS adopted by the board of directors may be repealed or change and new BY-LAWS may be adopted by the shareholders, and the shareholders may prescribe in any BY-LAWS made by them that such BY-LAWS shall not be altered, amended, or repealed by the board of directors.

## ARTICLE XIII - POWERS

This corporation shall have all powers necessary or convenient to affect its purposes as enumerated in the Florida General Corporation Act.

All corporate powers shall be executed by under the authority of, and the business and affairs of this corporation shall be managed under the direction of the board of directors.

## ARTICLE XIV - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by the majority of stockholders entitle to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 12 Day of March 2021.



MARIALUISA ROSPIGLIOSI  
President/Director

**CERTIFICATE OF DESIGNATION  
REGISTER AGENT/PRINCIPAL OFFICE**

In pursuance of Section 607.0501, Florida Statutes, the following is submitted, in  
Compliance with said Act.


**FIRST: RISING STAR MENTAL HEALTH CENTER, PA**

Desiring to organized under the laws of the State of Florida with its principal office as  
Indicated in the Articles of Incorporation at the city of Hialeah County of Miami Dade

State of Florida, has named MARIALUISA ROSPIGLIOSI at 15114 SW 104 Street, Ste  
#611, Miami, Florida. 33013 as its Register Agent and Principal Office to Accept  
Services of Process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept services of process for the above stated Corporation, at  
Place designated in this capacity, and agree to comply with the provision of said Act  
To comply with the provision of said Act to keeping open said office.

  
MARIALUISA ROSPIGLIOSI