

| PFICH USE ONLY (Manufacture)   | Talker Comments            | •                                       |  |
|--------------------------------|----------------------------|---|--|
| LAZARUS CORPORATE INDU         | STRIES, INC.               |   | A.A.   |
| (Requestor's Name)             |                            |   |  |
| 890 S.W. 87 AVENUE #16         | •                          |   |  |
| (Aldress) MIAMI, FLORIDA 33174 | (305)552-5973              |   | Samueliae voies  |
|                                | none #)                    |   | 50 000 001 36570005,<br>-01/29/9501066017<br>****122.50 ****122.50 |
| LOCAL REPRESENTATIVE T         | ALLAHASSEE                 | OFFICE USE ONLY                         |  |
| (904)385-6735                  |                            | OFFICE USE ONLY                         |  |
| CORPORATION NAME(S) &          | DOCUMENT NUM               | REDICT CELEBRATE                        |  |
|                                | DO ONILITY HOME            | arais(a) (a kiiliwii);                  |  |
| 1 Participation                | 10 ( 00 5                  | a cac c                                 | Livie core   |
| Jan 1 Carponidan Name          | median 1                   | Document                                |  |
| 2. Temale (all )               | neducal, for               | $\alpha_i$                              |  |
| 3.                             | /                          | (Document #)                            | 95<br>ALL  |
| (Corporation Name)             |                            | (Document #)                            |  |
| 4                              |                            | (====================================== |  |
| (Corporation Nama)             |                            | (Document #)                            |  |
| Walk in Pick up time           | 2,00                       | Certified Co                            |  |
| · —                            |                            | A1                                      | (a)  |
| Mail out Will wait             | Photocopy                  | Certificate of                          | rStatus DA   |
|                                |                            |   |  |
| NEW FILINGS                    | AMENDME                    | NTS                                     | ٦  |
| V Profit                       | Amendment                  |   | -{   |
| NonProfit                      | Resignation of R.          | A Officer/Director                      |  |
| Limited Liability              | Change of Registe          | · · · · · · · · · · · · · · · · · · ·   | 51/1/1   |
| Domestication                  | Dissolution/Withdr         |   | RECEIVE: 95 JAH -9 AK 10: 01VISIUH DE CORPORA                      |
| Other                          | Merger                     |   | 1 / 9 7 <u>(1)</u>   |
|                                |                            |   |  |
|                                |                            | <u> </u>                                |  |
| OTTIER FILNGS                  | REGISTRATION QUALIFICATION |   | RAT P.   |
| Annual Report                  | Foreign                    |   | ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( )                            |
| Fictitious Name                | Limited Partnershi         |   | 1111   |
| Name Reservation               | Reinstatement              |   | 1/1/65   |
|                                |                            | <u></u> /\                              | \'\'\'\'\  |
|                                | Trademark                  | _/ /                                    | 11 '   |
|                                | Other                      |   | xaminer's Initials   |



# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 9, 1995

**LAZARUS** 

MIAMI, FL

SUBJECT: INTERNATIONAL MEDICAL CLINIC CORP.

Ref. Number: W95000000505

We have received your document for INTERNATIONAL MEDICAL CLINIC CORP. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 695A00000824 \_\_

# ARTICLES OF INCORPORATION

OF

FAMILY CARE MEDICAL, INC.

SOUTH 12 PH 3: 48

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

# ARTICLE I

The name of this corporation shall be:

FAMILY CARE MEDICAL, INC.

### ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

# ARTICLE 111

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) / Transact any and all lawful business.
- (2) Said corporation shall further have powers:
  To have perpetual succession by its corporate name;

# ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

# ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Tony Novoa

1131 N.W. 22 Ave

Miami, F1 33125

The Principal office shall be:

1131 N.W. 22 Ave

Miami, F1 33125

# ARTICLE VI

The initial Board of Directors shall consist of a total of two (2) person, and the name and address of the person who is to serve as an initial director is:

Tony Novoa

President

Susan Novoa

Secretary/Treasurer:

1131 N.W. 22 Ave

Miami, F1 33125

The name and address of the incorporator executing these Articles of Incorporation is:

Tony Novoa

1131 N.W. 22 Ave

Miami, F1 33125

|      | IN WITHE | SS WHI | EREOF, | the   | unde  | rsigned    | inc  | rpora | tor h      | 125 |
|------|----------|--------|--------|-------|-------|------------|------|-------|------------|-----|
| (ve) | executed | these  | Artic  | les o | f In  | corpora    | tion | this  | <u>6th</u> | day |
| of _ | Januar   | у      |        | ,     | 19 95 | <u>.</u> . |      |       |            |     |

194 hon

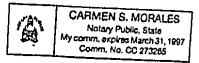
COUNTY OF DADE ) SS.

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally
appeared Tony Novoa known to me and
known by me to be the person(s) who executed the foregoing
Articles of Incorporation, and he (they) acknowledge before
me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this \_\_6th\_day of \_\_January \_\_\_\_\_\_, 19 95.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:



# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

| 1. | The name of the corporation is: FAMILY CARE MEDICAL, INC.   |
|----|---|
| 2. | The name and address of the registered agent and office is: |
|    | Tony Noyoa  |
|    | (NAME)  |
|    | 1131 N.W. 22 Ave  |
|    | (P.O. BOX NOT ACCEPTABLE)                                   |
|    | Miami, F1 33125   |
|    | (CITY/STATE/ZIP)  |

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE X TRUE A MR
DATE 1-6-95

# P95000003384

MIAMI, FLORIDA 33174 (305)552-5973
(City, State, Zip) (Phone #)
LOCAL REPRESENTATIVE TALLAHASSEE

900001591439 -09/22/95--01044--001 \*\*\*\*\*43.7\$

OFFICE USE ONLY

Examiner's Initials

| CORPORATION N     | iame(s) & document nun      | ABER(S) (if known):   |                                  |
|-------------------|-----------------------------|-----------------------|----------------------------------|
| 1                 | Jamely Carl                 | Medical Jac.          |                                  |
| 2.                | poration Name)              | (Document #)          |                                  |
| 3.                | poration Name)              | (Document #)          | \$ 55<br>\$ 55<br>\$ 55<br>\$ 55 |
| 4.                | poration Name)              | (Document #)          | SEP 22                           |
|                   | Pick up time 2100           | Certified Copy        |                                  |
| Mail out          | Will wait Photocopy         | Certificate of Status | 2: 12<br>2: 12<br>FLORIDA        |
| NEW FILINGS       | AMENDMENTS                  |                       |                                  |
| Profit            | Amendment                   |                       |                                  |
| NonProfit         | Resignation of R.A., Office | er/Director           |                                  |
| Limited Liability | Change of Registered Age    | nt                    |                                  |
| Domestication     | Dissolution/Withdrawal      |                       |                                  |
| Other             | Merger                      |                       |                                  |

**REGISTRATION**/

QUALIFICATION

Limited Partnership

Reinstatement Trademark

Foreign

Other

**OTHER FILINGS** 

Annual Report

Fictitious Name

CR2E031(10/92)

Name Reservation

# AKTICLES OF AMENDMENT

# TO ARTICLES OF INCORPORATION

OF

FAMILY CARE MEDICAL, INC.

INCORPORATION ASSIGNED DOCUMENT P95000003384

(promont nome)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

- 1- Article V The Street address of the office of this corporation Shall Be: 1127 N.W 22 Ave Miami F1 33125
- 2- Article VI The Board of Directors Shall consist of a total of three (3) person, and address of the person is:

Herminia Sierra

President

Susan MENENDEZ

Treasurer

Gisela Sanchez

Secretary

1127 N.W 22 Ave Miami F1. 33125

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| ŢШ  | RD:    | The date             | ofeacl                       | ı amend                 | lment's            | adoption                   | ı:                 | SEPT              | 1/95                |                | ٠.  |
|-----|--------|----------------------|------------------------------|-------------------------|--------------------|----------------------------|--------------------|-------------------|---------------------|----------------|-----|
| FOU | JRTH:  | Adoptio              | n of An                      | iendine                 | nt(s) (cl          | heck one)                  |                    |                   |                     |                |     |
| [J] | The ac | mendmen<br>r the nmo | it(s) wa<br>endmen           | s/were n<br>t(s) was    | pprove             | d by the s<br>ufficient f  | shareh<br>for apj  | olders<br>proval. | . The n             | umber of vot   | e s |
|     | The a  | mendmei              | ıl(s) wa                     | s/were a                | рргоче             | d by the sl                | harch              | olders            | through             | ı voting grouj | )5. |
|     |        | The fol<br>voting    | lowing s<br>group <b>e</b> r | statenver<br>stitled to | it must            | be separa<br>parately o    | itely pr<br>on the | ovided<br>amend   | for eaci<br>ment(s) | îı<br>):       |     |
|     |        | "The napprov         | umber dal by                 | of votes                |                    |                            | endme              | nl(s) w           | na/werd<br>."       | sufficient fo  | r   |
|     |        |                      |                              |                         | (voting            | group)                     |                    |                   | -                   |                |     |
|     | The a  | mendme<br>holder ac  | nt(s) wa<br>tion and         | is/were :<br>I shareb   | adopted<br>older a | I by the b                 | oard o             | of direc          | ctors wi<br>J.      | thout          |     |
|     | The a  | mendme<br>and sha    | nt(s) wa<br>reholde          | s/were<br>raction       | adopted<br>was no  | d by the in<br>of required | ncorpo<br>d.       | orators           | withou              | it sharcholde  | r   |
|     | Sig    | ined this            | _1                           | _day of                 | Ser                | tember                     | ·                  | <del></del>       | , 19_ <sup>95</sup> | ;<br>          |     |
|     |        | Signa                |                              | Chairmai                | OV.                | Chairman<br>Il adopted     | //2<br>  01 U10    | goard b           | f Directo           | -<br>ors,      |     |
|     |        |                      |                              | iii Oi Ģai              | er omegi           | OR                         | אות אמ ה           | s sharor          | iolders)            | •              |     |
|     |        |                      |                              | (By a dia               | rector if a        | adopted by                 | the di             | roctors           |                     |                |     |
|     |        |                      |                              | (By an i                | ncorpora           | OR<br>tor if adopt         | ted by             | the Inc           | orporato            | ra)            |     |
|     |        |                      |                              |                         | ony No             | •                          |                    |                   |                     |                |     |
|     |        | _                    |                              | Ту                      | ped or pi          | inted nam                  | 10                 | ·                 |                     | <b></b>        |     |
|     |        | _                    |                              | Pr                      | eside              | ent                        |                    |                   |                     |                |     |
|     |        | <del></del>          | -                            |                         | Ti                 | tto.                       |                    |                   |                     |                |     |

.

# P95000003384

| ' LAZARUS CO                     | RPORATE INDUSTRIES, IN   |   |
|----------------------------------|--|---|
| <del> </del>                     | Requestor's Name   | <u> </u>  |
| 890 S.W. 8                       | 7 AVENUE SUITE: 16 Address   |   |
| MIAMI, FLOI<br>City/Stai         | RIDA 33174 (305)552-59   | 10001715991<br>-02/15/9601069019<br>*****35.00 *****35.00 |
|                                  | SENTATIVE TALLAHASSEE  | Office Use Only   |
|                                  | N NAME(S) & DOCUMENT   |   |
|                                  | The state of the s | Novidences, (a known):                                    |
| 1. <u>FAM</u>                    | OILY CARE MED  | (Decement of  |
| 2,                               |  | 7 (Sichian P)   |
| (Co                              | rporation Name)  | (Document #)  |
| 3                                |  |   |
| (Co                              | rporation Name)  | (Document #)  |
| 4                                | rporation Name)  |   |
| (60)                             | thoramor tamic)  | (Document #)  |
| ☑ Walk in                        | Pick up time 2/00  | Certified Copy  |
| <u></u>                          |  | _   |
|                                  | ■ Will wait □ Photoco  |   |
| NEW FILINGS                      | AMENDMENTS   |   |
| Profit                           | Amendment  |   |
| NonProfit                        | Resignation ofA., Officer/   | Director  |
| Limited Liability                | Change of Registered Agent   |   |
| Domestication                    | Dissolution/Withdrawal   | SIAIE<br>196  |
| Other                            | Merger   | T. F.   |
| POWER RESPONSIBLE THE CONTRACTOR |  |   |
| OTHER FILINGS                    | REGISTRATION/  | 5 A   |
| Annual Report                    |  | FEB 15 AHII: A  |
| Fictitious Name                  | Foreign  | FEB 15 AHII: 23 ISIDIL OF CORPORATION                     |
| Hame Reservation                 | Limited Partnership  |   |
|                                  | Reinstatement  | N. HENDRICKS FER 1 5 1996                                 |
|                                  | Trademark  | 1   |

Other

Examiner's Initials

V)

# ARTICLES OF AMENDMENT

96 FEB 15 PH 1:11
SECRETARY DE STATE

(Yr

# ARTICLES OF INCORPORATION

OF

FAMILY CARE MEDICAL INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI

THE BOARD OF DIRECTORS SHALL CONSIST OF A TOTAL OF ONE (1) PERSON, AND A DRESS OF THE PERSON IS:

HERMINIA SIERRA

PRESIDENT

1127 n.w. 22nve. MIAMI,FL 33125

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| TH | IRD:   | The date of each amendment's adoption:FEBRUARY_12,1996   |
|----|--------|--|
|    |        | Adoption of Amendment(s) (check one)   |
| Ø  | The ar | nendment(s) was/were approved by the shareholders. The number of votes the amendment(s) was/were sufficient for approval.  |
|    | The an | nendment(s) was/were approved by the shareholders through voting groups,   |
|    |        | The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):   |
|    |        | "The number of votes east for the amendment(s) was/were sufficient for approval by (voting group)  |
|    | The an | sendment(s) was/were adopted by the board of directors without older action and shareholder action was not required.   |
| ĹĴ | The an | nendment(s) was/were adopted by the incorporators without shareholder and shareholder action was not required.   |
|    | Sign   | ed this 12 day of FEBRUARY , 19 96   |
|    |        | Signature Jennica Sterra  (By the Chairman or Vice Chairman of the Board of Directors, Fresident or other officer if adopted by the shareholders)  OR  (By a director if adopted by the directors)  OR  (By an incorporator if adopted by the incorporators)  HERMINIA SIERRA  Typed or printed name |
|    |        | PRESIDENT Tido   |

.