

P950000/5555

OFFICE USE ONLY (Document #)

LAZARDUS CORPORATE INDUSTRIES, INC.

(Requestor's Name)

890 S.W. B7 AVENUE #16

(Address)

MIAMI, FLORIDA 33174 (305) 552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

(904) 385 6735

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Children's Urgent Care Center of America & Adventure Corp
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 5:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

FILED
835 FEB 24 PM 3:00
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

FILED
1995 FEB 24 PM 3:00
TALLAHASSEE, FLORIDA

CHILDREN'S URGENT CARE CENTER OF AMERICA AT AVENTURA, CORP

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate(s) themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

CHILDREN'S URGENT CARE CENTER OF AMERICA AT AVENTURA, CORP.

ARTICLE II. NATURE OF BUSINESS

The general Nature of the business to be transacted by this corporation is: to provide medical services and any other valid and legal purposes and ...

To conduct business in, have one or more officers in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation

and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other corporation of the State of Florida or any other state government, and while owner of such stock, to exercise all rights, power and privileged of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at anytime is: 600 shares of common stock having a nominal of \$1.00 par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is: \$600.00

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the initial office of this corporation in the State of Florida is:

900 71 Street,
Miami Beach, FL 33141

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have four Director (s) initially.

The number of Director(s) may be increased or diminished from time to time, by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS & OFFICERS

The names and post office address(es) of the member (s) of the first Board of Directors are:

NAME:	ADDRESS:	OFFICE:
ALFREDO MURCIANO, M.D.	3770 W. Oakland Park Blvd. Ft. Lauderdale, Florida 33311	Pres./Dir.
JOSE M. WASMER, M.D.	747 Ponce De Leon Blvd. Coral Gables, Florida 33134	V.P./Dir.
LUIS F. MAGGIOLO, M.D.	747 Ponce De Leon Blvd Coral Gables, Florida 33134	Sec./Dir.
ENRIQUE MURCIANO, M.D.	900 71st Street Miami Beach, Florida 33141	Tres./Dir.

ARTICLE IX. SUBSCRIBERS

The name(s) and post office address(es) of each subscriber to these Article of Incorporation and percentages of shares of each subscriber is:

NAME:	ADDRESS:	
ALFREDO MURCIANO M.D.	3770 W. Oakland Park Blvd. Ft. Lauderdale, Florida 33311	150 Shares
JOSE M. WASMER M.D.	747 Ponce De Leon Blvd., Coral Gables, Florida 33134	150 Shares
LUIS F. MAGGIOLO M.D.	747 Ponce De Leon Blvd., Coral Gables, Florida 33134	150 Shares
ENRIQUE MURCIANO M.D.	900 71st Street Miami Beach, Florida 33141	150 Shares

ARTICLE X. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be 900 71st Street, Miami Beach, Florida 33141.

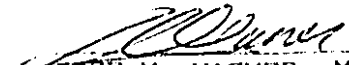
and the resident agent is ALFREDO MURCIANO M.D.

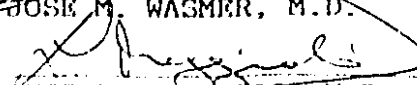
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE.

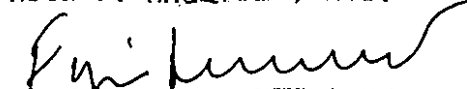
ARTICLE XI. AMENDMENT

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


ALFREDO MURCIANO, M.D.


JOSE M. WASMER, M.D.


LUIS F. MAGGOCIO, M.D.


ENRIQUE MURCIANO, M.D.

FILED
1995 FEB 24 PM 3:00
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

(Must be signed by Designated Registered Agent)

Having been named to accept service of process for the above corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

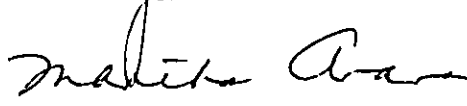
By: alfredo murciano M.D.
Registered Agent-ALFREDO MURCIANO, M.D.

NOTARY CERTIFICATE

STATE OF FLORIDA)
 :
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared ALFREDO MURCIANO, JOSE M. WASMER, LUIS F. MAGGIOLO, and ENRIQUE MURCIANO to me known to be the person(s) described as subscriber(s) in an who executed the foregoing described Articles of Incorporation, and she acknowledged before me that she subscribed her name hereto for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 17th day of February, 1995.



NOTARY PUBLIC

My Commission Expires:



MARTHA ARANA
Notary Public, State of Florida
My comm. expires, Sep. 23, 1998
Comm. No. CC 409179