

P95000022406

Salvador S. Ginori, M.D.
4280 SW 150 Avenue
Miami, FL 33185

March 15, 1995

Secretary of State
State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32311

800001487263
-03/23/95--01008--004
***122.50 ***122.50

Re: Sapphire Holding Corporation

Dear Madam/Sir:

Enclosed herewith for filing is an original and one copy of the Articles of Incorporation for Sapphire Holding Corporation together with our check in the amount of \$122.50.

Please send us a certified copy of the Articles when they have been filed.

Very truly yours,

Salvador S. Ginori, M.D.

Salvador S. Ginori, M.D.
Incorporator

SSG/lp

Enclosures

Dmc
3/20/95

FILED
95 MAR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SAPPHIRE HOLDING CORPORATION

FILED
95 MAR 20 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

IDENTIFICATION

The name of this corporation is SAPPHIRE HOLDING CORPORATION.

ARTICLE II

DURATION

The corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this corporation shall consist of 3,000 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the

corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and his address is as follows: SALVADOR S. GINORI, M.D. - 4280 SW 150 AVENUE, MIAMI, FL 33185. The principal office is the same.

ARTICLE VI

BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than five (5).

2. The corporation shall initially have one Director. Her name and address is as follows: SALVADOR S. GINORI, M.D. - 4280 SW 150 AVENUE, MIAMI, FL 33185.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: SALVADOR S. GINORI, M.D. - 4280 SW 150 AVENUE, MIAMI, FL 33185.

ARTICLE VIII

ADDITIONAL PROVISIONS

No other provisions shall be set forth in these Articles of Incorporation for the regulation of the business and/or the conduct of affairs.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid this 15TH day of MARCH, 1995.

Salvador S. Ginori
SALVADOR S. GINORI, M.D.
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, SALVADOR S. GINORI, M.D., who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida, on this 15TH day of MARCH, 1995.

Garcia Diaz
NOTARY PUBLIC, State of Florida
CARMEN S. DIAZ
(Print, Type, or Stamped
Commissioned Name of Notary
Public) OFFICIAL NOTARY SEAL
CARMEN S. DIAZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC27416
Commission Number

Personally Known ✓ or
Produced Identification _____
Type of Identification Produced: _____

Did Take Oath _____ or Did Not Take Oath _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

RECEIVED PH 3:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

SAPPHIRE HOLDING CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Dade County, Florida, has named SALVADOR S. GINORI, M.D., as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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

By

Salvador S. Ginori

**SALVADOR S. SALVADOR, M.D.
Registered Agent**