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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF REVENUE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, F 32399

FAX: (904) 922-4000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

FAX AUDIT NUMBER: H95000003580

DATE REQUESTED: 03/28/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 7

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 13:03:11

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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TALLAHASSEE, FLORIDA

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03/28/95 13:03:11

TO: DIV CORP ELT F1 P.08

TO

MR-28-1995 13:56 FROM EMPIRE

ARTICLES OF INCORPORATION
OF

BRICKELL-WEST MEDICAL CENTER, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is:

BRICKELL-WEST MEDICAL CENTER, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgement of these Articles on the 28th of March, 1995.

ARTICLE III

PURPOSE

This corporation is organized for the following purpose:

- a. Of transacting any and all business permitted under the laws of the United States and under the laws of the State of Florida.
- b. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind

Prepared by:

JULIO V. ARANGO, ESQ.

814 Ponce De Leon Blvd., Ste. 506

Coral Gables, FL. 33134

Tel. 305-446-8185

F.B.N.: 255726

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nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.

c. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any or all lawful activity and to institute participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV

POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock at one dollar (\$1.00) par value, which shall be designated "Common Shares".

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ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation shall be 1358 S.W. 8th Street, Miami, FL. 33135.

ARTICLE VII

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is: 814 Ponce De Leon Blvd., Ste. 506, Coral Gables, FL. 33134, and the name of the initial registered agent of this corporation at that address is: JULIO V. ARANGO, ESQ.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s), initially the number of director(s) may be either increased or diminished from time to time by the laws. The names and addresses of the initial director(s) of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify (is), are:

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NAME

DANNY DE LOS SANTOS

ADDRESS

1901 Brickell Avenue
PHB4
Miami, FL. 33129

ARTICLE X

INCORPORATORS

The names and addresses of the persons signing these Articles (is) are:

NAME

DANNY DE LOS SANTOS

ADDRESS

1901 Brickell Avenue, PHB4
Miami, FL. 33129

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeat any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have (has) executed these Articles of Incorporation this 28th of March, 1995.



DANNY DE LOS SANTOS

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STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgment
in the state and county set forth above, personally appeared,

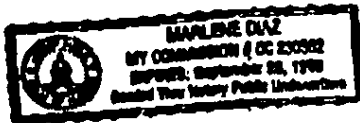
DANNY DE LOS SANTOS,

Known to me and known by me to be the person(s) who executed
the foregoing articles of incorporation, and he acknowledged
before me that he 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 28th
day of March, 1995.

Marlene Diaz
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR
BRICKELL-WEST MEDICAL CENTER, INC.,

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION AND AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION AND FURTHER AGREE TO ACCEPT AND TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: 3-28-95

SIGNATURE: 

(Registered Agent)
JULIO V. ARANGO, ESO.
814 Ponce De Leon Blvd.
Ste. 506
Coral Gables, FL. 33134

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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