

APR 27 1995 11:24 AM
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TO DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

((H95000004723))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: POMPAÑO FOOT CARE ASSOCIATES, P.A.

FAX AUDIT NUMBER: H95000004723

DATE REQUESTED: 04/27/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 6

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 09:31:44

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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4-25-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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95 APR 27 PM 1:33

EFFECTIVE DATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

POMPANO FOOT CARE ASSOCIATES, P.A.

4-25-95

ARTICLE I - NAME

The name of the corporation is: POMPANO FOOT CARE ASSOCIATES, P.A.

ARTICLE II - DURATION

This corporation shall be perpetual commencing the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Any and all lawful business.
- b. Pursue its purposes and business in any and all locations foreign and domestic.
- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- d. Buy and sell real and personal property of any nature whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.
- g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- h. Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
- i. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.

This document prepared

HAROLD WEISSMAN, ESQ
1776 North Pine Island
Plantation, Florida 3
Florida Bar No: 3341

495000004723

495000004723

This document prepared by:

HAROLD WEISSMAN, ESQUIRE
1776 North Pine Island Road, Suite 118
Plantation, Florida 33322 Tel: (305) 474-2001
Florida Bar No: 334154

k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.

l. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.

m. Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal place of business for POMPANO FOOT CARE ASSOCIATES, P.A., is One Northeast 23rd Avenue, Pompano Beach, Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of this corporation is:

HAROLD WEISSMAN, ESQUIRE
1776 Pine Island Road
Suite 118
Plantation, Florida 33322
Telephone (305) 474-2001

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws but shall never be less than one (1). The name and address of the director of this corporation are:

NAME**ADDRESS**

Lori Susan Muniz

One Northeast 23rd Avenue
Pompano Beach, Florida**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these articles is:

Lori Susan Muniz
One Northeast 23rd Avenue
Pompano Beach, Florida**ARTICLE IX - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of April, 1995.

Lori Susan Muniz
LORI SUSAN MUNIZ

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APR-27-1995 11:16 FROM EMPIRE CORP. KIT

TO

19049224090

P.05

STATE OF FLORIDA } SS.
COUNTY OF BROWARD }

The foregoing Articles of Incorporation were acknowledged before me this 21 day of April, 1995 by LORI SUSAN MUNIS, who is personally known to me / or who has produced the foregoing identification Drivers License and who did / did not take an oath.

NOTARY PUBLIC
STATE OF FLORIDA
Name:

My Commission expires:
Commission No:



HAROLD WEISSMAN
COMMISSION #00573092
EXPIRES JUL 17, 1996
ATLANTIC MUTUAL CO., INC.

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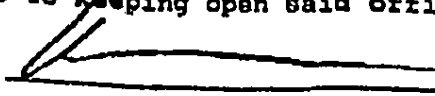
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance with Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST; That POMPANO FOOT CARE ASSOCIATES, P.A., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, Broward County, State of Florida, has named HAROLD WEISSMAN, ESQUIRE, 1776 North Pine Island Road, Suite 118, Plantation, Florida as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the 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.


HAROLD WEISSMAN
REGISTERED AGENT

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FILED
95 APR 27 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000033102

Jean Cascio
Attorney at Law

FILED
97 AUG 29 PM 2:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Great Western Bank Building
2401 E. Atlantic Blvd. #310
Pompano Beach, FL 33062

Telephone (954)784-0619
Facsimile (954)783-5355

Dated: August 26, 1997

FLORIDA DEPARTMENT OF STATE
PO Box 6327
Tallahassee, FL 32314

400002281034--1
-08/29/97--01065--002
*****43.75 *****43.75

Re: Articles of Amendment for POMPANO FOOT CARE ASSOCIATES, P.A., a Florida corporation

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Amendment to Articles of Incorporation the above referenced corporation and Unanimous Consent and Resolution of the Board of Directors for filing with your office. Also enclosed is a check in the amount of \$ \$43.75 (\$35.00 amendment fee plus \$8.75 for a certificate showing the document has been filed). *Returned*

Upon acceptance and filing please forward a certified copy to the undersigned. If you have any questions regarding the enclosures, please call me collect at (954) 784-0619.

Very truly yours,
JEAN CASCIO
ATTORNEY AT LAW

*No chg. in address or
the Registered Agent*

78 SEP 10 1997

N/C

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
OF
POMPANO FOOT CARE ASSOCIATES, P.A.**

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97 AUG 29 PM 2:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Florida Statutes, Chapter 607, Section 607.1006 and in accordance with Articles of Incorporation and Bylaws of POMPANO FOOT CARE ASSOCIATES, P.A., a Florida Corporation, the following amendments to the Articles of Incorporation are adopted, pursuant to a joint resolution approving same by the unanimous vote of the Board of Directors and Shareholders, the number of votes cast having been sufficient for such approval, POMPANO FOOT CARE ASSOCIATES, P.A. hereby adopts these Articles of Amendment to amend **ARTICLE I, V and VI** of its Articles of Incorporation:

ARTICLE ONE-NAME

THE NAME OF THE CORPORATION SHALL BE CHANGED FROM POMPANO FOOT CARE ASSOCIATES, P.A. TO **EILEEN IVERSON ROLNICK, D.P.M., P.A.**

ARTICLE FIVE-PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation and address of the Corporation shall be 3497 Derby Lane, Fort Lauderdale, FL 33331.

ARTICLE VI- REGISTERED OFFICE AND AGENT

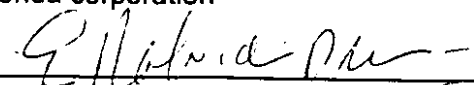
The Registered Agent of the Corporation shall be Eileen Iverson Rolnick, D.P.M., with the address of: 3497 Derby Lane, Fort Lauderdale, FL 33331.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Amendment to the Articles of Incorporation under the Laws of the State of Florida, this 26th day of August, 1997.

POMPANO FOOT CARE ASSOCIATES, P.A.
a Florida corporation



Secretary

By: 

President / SOLE SHAREHOLDER
Eileen Iverson Rolnick

seal

STATE OF FLORIDA,
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26th day of August, 1997, by , Eileen Iverson Rolnick who is President of POMPANO FOOT CARE ASSOCIATES, P.A., a Florida corporation, (x) who is personally known to me () or who produced her _____ as identification and who did not take an oath.

NOTARY PUBLIC

My commission expires: 1-4-98

