

P95000036524

Robert C. Lau
2901 South Bayshore Drive, #1E
Miami, FL 33133

(Requester's Name)

(Address)

(City, State, Zip)

(Phone #)

FILED

95 MAY -5 PM 1:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

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-05/05/95--01110--006
*****70.00 *****70.00

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

1. Heal/wise America Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

PHB-9

Examiner's Initials

**Articles of Incorporation
of
HealthWiseAMERICA Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Robert C. Lau, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

Name

The name of the Corporation is HealthWiseAMERICA Inc.

ARTICLE II

Purposes

The general purpose or purposes for which this corporation is initially organized shall include the transaction of any and all lawful purposes for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE III

Capital Stock

The total number of shares of stock of all classes which the Corporation shall have authority to issue is 1,000 shares of common stock, \$.10 par value.

ARTICLE IV

Existence

The Corporation shall have perpetual existence.

ARTICLE V

Principal Office and Registered Agent

The street address of the Corporation's is 2901 South Bayshore Drive, #1E, Miami, FL 33133.

The initial Registered Agent for the Corporation is Robert C. Lau, located at 2901 South Bayshore Drive, #1E, Miami, FL 33133

ARTICLE VI

Board of Directors

The Board of Directors of the Corporation shall initially consist of one Director. Directors shall hold office for one year or until their successors have been duly elected and qualified.

ARTICLE VII

First Board of Directors

The following shall constitute the first Board of Directors of the Corporation:

| NAME | ADDRESS |
|---------------|---|
| Robert C. Lau | 2901 South Bayshore Drive, #1E, Miami, FL 33133 |

ARTICLE VIII

Incorporator

The name and address of the incorporator is:

| NAME | ADDRESS |
|---------------|---|
| Robert C. Lau | 2901 South Bayshore Drive, #1E, Miami, FL 33133 |

ARTICLE IX

General Provisions

1. The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
2. Subject to the provisions and conditions of the Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital Stock in lieu of cash, at a valuation to be fixed by its Board of Directors.
3. A director of the corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
4. The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of this being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

Subscribed in Miami, Florida, May 3, 1995.


Robert C. Lau, Incorporator

I, the registered agent of this Corporation, hereby am familiar and accept the responsibilities as Registered Agent for said Corporation.


Robert C. Lau, Registered Agent