

Charter Number Only

5-8-95

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Requestor's Name
Oficina Madrigal
Address
4160 W. 16 Ave #210
Hialeah, FL 33012
City State ZIP Phone

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CORPORATION(S) NAME

~~CABRERA MEDICAL TRANSCRIPTIONS, INC.~~
CABRERA MEDICAL TRANSCRIPTIONS, INC.

RECEIVED
95 MAY - 9 AM 10:23
DIVISION OF CORPORATION

EXPIRE Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input checked="" type="checkbox"/> Certified Copy | <input checked="" type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | <input type="checkbox"/> Call If Problem | |

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FILED
JUN 11 1965
TALLAHASSEE, FLA.

ARTICLES OF INCORPORATION

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION
EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATED
THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE
STATE OF FLORIDA.

ARTICLE I. -NAME-

THE NAME OF THIS CORPORATION IS: CABRERA MEDICAL
TRANSCRIPTIONS, INC.

ARTICLE II. -DURATION-

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON
THE DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III. -PURPOSE-

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES: TO
CARRY ON THE BUSINESS OF MEDICAL TRANSMISSIONS AND REPORTS, AND
SERVICE TO PURCHASE, SELL, RENT, LEASE CONVEY, MORTGAGE, OR
OTHERWISE ACQUIRE OR DISPOSE OF OR ENCUMBER REAL ESTATE, REAL
PROPERTY, PERSONAL PROPERTY, CHATTELS REAL, CHOSEN IN ACTION,
NOTES, BONDS, STOCKS, MORTGAGES, SECURITIES AND ANY INTEREST
THEREIN FOR ITSELF OR FOR OTHERS. TO LEND AND BORROW MONEY AND
SECURE PAYMENT THEREOF BY ACCEPTING OR GIVING MORTGAGES, PERSONAL
ENDORSEMENTS, ASSIGNMENTS PERSONAL PROPERTY OR OTHER SECURITY.
THE FULL POWER AND AUTHORITY TO DO ALL AND EVERYTHING NECESSARY TO
ACCOMPLISH THE OBJECTS ENUMERATED IN THESE ARTICLES OF
INCORPORATION TO THE PROTECTION AND BENEFIT OF THE CORPORATION, AND

ARTICLE VIII. -BYLAWS-

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY LAWS SHALL BE VESTED IN THE SHAREHOLDERS.

ARTICLE IX.-RESTRICTIONS ON TRANSFERS OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS AND IN THE AMOUNTS SET OPPOSITE THEIR NAMES:

MARILYN C. CABRERA, PRES., SEC.-----50% SHARES

PETER H. CABRERA, TREAS.,-----50% SHARES

SHARES HELD BY INITIAL SHAREHOLDERS, MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AND THE TIME WITHIN WHICH SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS.

ARTICLES X. -CALLING OF SPECIAL MEETINGS.

SPECIAL MEETINGS OF SHAREHOLDERS MAY BE CALLED BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED, GIVING FIVE (5) DAYS WRITTEN NOTICE.

ARTICLE XI. -SHAREHOLDER QUORUM & VOTING-

FIFTY ONE PERCENT (51%) OF THE SHARES ENTITLED TO VOTE, REPRESENTED IN PERSON OR BY PROXY, SHALL CONSTITUTE A QUORUM AT A MEETING OF SHAREHOLDERS. IF QUORUM IS PRESENT, THE AFFIRMATIVE

VOTE OF FIFTY ONE PERCENT (51%) OF THE SHARES REPRESENTED AT THE MEETING ENTITLED TO VOTE ON THE SUBJECT MATTER, SHALL BE ACT OF THE SHAREHOLDERS.

ARTICLE XII. -SHAREHOLDERS MEETING REQUIRED.-

ANY ACTION OF THE SHAREHOLDERS OF THIS CORPORATION MUST BE TAKEN AT A MEETING OF SHAREHOLDERS OF THIS CORPORATION, DULY CALLED AS PROVIDED BY LAW, EXCEPT AS PROVIDED IN ARTICLE XX.

ARTICLE XIII. -MANAGEMENT OF CORPORATION BY SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THIS DIRECTION OF THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE XIV.-POWERS-

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA CORPORATION ACT.

ARTICLE XV.-MEETINGS BY TELEPHONE CONFERENCE.

SHAREHOLDERS MAY PARTICIPATE IN SPECIAL MEETINGS BY MEANS OF TELEPHONE CONFERENCE AS PROVIDED BY LAW.

ARTICLE XVI.- ACTION BY SHAREHOLDERS WITHOUT A MEETING

THE SHAREHOLDERS MAY TAKE ACTION BY WRITTEN CONSENT AS PROVIDED BY LAW.

ARTICLE XVII.-DIVIDENDS-

DIVIDENDS MAY BE PAID TO SHAREHOLDERS ONLY OUT OF THE UNRESERVED AND UNRESTRICTED EARNED SURPLUS OF THE CORPORATION.

ARTICLE XVIII. - INDEMNIFICATION -

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XIX. - 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 TO CONFERRED UPON SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE XX. - NOTICE -

ANY NOTICE REQUIRED HEREIN SHALL BE BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED OR HAND DELIVERED TO THE STOCK HOLDER AT THE FOLLOWING ADDRESS:

11563 SW 124TH COURT
MIAMI, FLORIDA 33186

ARTICLE XXI. - INITIAL DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE TWO DIRECTORS, THEIR NAMES AND ADDRESS ARE AS FOLLOWS:

MARILYN C. CABRERA
11563 SW 124TH COURT
MIAMI, FL 33186

PETER H. CABRERA
11563 SW 124TH COURT
MIAMI, FL 33186

ARTICLE XXII. -PRINCIPAL OFFICE ADDRESS -

**THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS
CORPORATION IN THE STATE OF FLORIDA IS:**

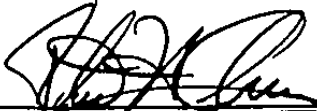
11563 SW 124TH COURT MIAMI, FL 33186

**THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL
OFFICE TO ANY OTHER ADDRESS IN FLORIDA.**

**IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED
THESE ARTICLES OF INCORPORATION THIS 8th DAY OF MAY, 1995.**



MARILYN C. CABRERA, PRES., SEC.



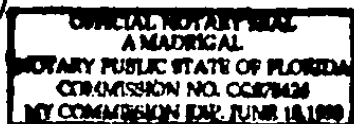
PETER H. CABRERA, TREAS.

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE
ACKNOWLEDGMENTS IN THE STATE OF COUNTY SET FORTH, PERSONALLY
APPEARED AND KNOWN BY ME AND KNOWN BY ME TO BE THE PERSONS WHO
EXECUTED THE FOREGOING ARTICALS OF INCORPORATION.

WITNESS MY HAND OFFICIAL SEAL IN THE COUNTY AND STATE
AFOREMENTIONED THIS 8th DAY OF THE MONTH MAY
THE YEAR NINETEEN HUNDRED AND NINETY FIVE.


NOTARY PUBLIC-STATE OF FLORIDA AT LARGE



IN GENERAL, TO CARRY ON ANY LAWFUL.

BUSINESS NECESSARY OR INCIDENTAL TO THE ATTAINMENT OF THE OBJECTS
SET FORTH IN THESE ARTICLES OR ANY AMENDMENT THEREOF.

ARTICLE IV. -CAPITAL STOCK-

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1,000)
SHARES OF ONE DOLLAR (\$1) PER VALUE COMMON STOCK, WHICH SHALL BE
DESIGNATED "COMMON SHARES".

ARTICLE V. -PREEMPTIVE RIGHTS-

EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF
THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE
OR SHE ALREADY HOLD, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER
PRO RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE
OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO
OTHERS.

ARTICLE VI. -INITIAL REGISTERED OFFICE & AGENT-

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS
CORPORATION IS: 11563 SW 124TH COURT MIAMI, FL 33186 AND THE
NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION
IS: MARILYN C. CABRERA.

ARTICLE VII. - INCORPORATION-

THE NAMES AND ADDRESSES OF THE PERSONS SIGNING THESE ARTICALS ARE:

MARILYN C. CABRERA
11563 SW 124TH COURT
MIAMI, FL 33186

PETER H. CABRERA
11563 SW 124TH COURT
MIAMI, FL 33186

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

IN COMPLIANCE WITH SECTION 48. 091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

FIRST: THAT CABRERA MEDICAL TRANSCRIPTIONS, INC.
Name of Corporation

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HIALEAH, STATE OF FLORIDA HAS NAMED MARILYN C. CABRERA, LOCATED AT 11563 SW 124th COURT MIAMI FLORIDA 33186 AS ITS AGENT TO ACCEPT SERVICE WITHIN FLORIDA.

SIGNATURE

Marilyn C. Cabrera
Corporate officer

TITLE

President/Sec.

DATE

5/8/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED 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.

SIGNATURE

Marilyn C. Cabrera
RESIDENT AGENT

DATE

5/8/95