

P95000042350

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SEP 25 11:45

SUBJECT: Medical Destinations, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Edward P. Lafiteau
Name (printed or typed)

9432 N.W. 8th Circle
Address

Plantation, FL. 33324
City, State & Zip

(305) 563-9998
Daytime Telephone number

200001499262
-05/25/85--01053--019
****122.50 ****122.50

NOTE: Please provide the original and one copy of the articles.

upwch

ARTICLES OF INCORPORATION OF:

Medical Destinations, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of this incorporation is Medical Destinations, Inc.
The mailing address of this corporation is:
P.O. BOX 4701 - Ft. Lauderdale, FL. 33338-4701

ARTICLE II PRINCIPLE OFFICE

The principle place of business of this corporation shall be:
915 Middle River Drive-Suite 504
Ft. Lauderdale, FL. 33304.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock. These shares fall under the protective rights of section 1244 of the tax code.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Edward Lafiteau
9432 N.W. 8th Circle
Plantation, FL. 33324

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

- | | | | |
|----|---------------------------|----|-----------------------|
| 1) | David Levine | 2) | Edward P. Lafiteau |
| | 705 Sand Creek Circle | | 9432 N.W. 8th Circle |
| | Ft. Lauderdale, FL. 33327 | | Plantation, FL. 33324 |

ARTICLE VI DURATION

This corporation shall have a perpetual existence; unless otherwise determined by full mutual consent of the Board of Directors.

ARTICLE VII PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than two (2). The names and addresses of the initial directors are:

- | | |
|---------------------------|-----------------------|
| 1) David Levine | 2) Edward P. Lafiteau |
| 705 Sand Creek Circle | 9432 N.W. 8th Circle |
| Ft. Lauderdale, FL. 33327 | Plantation, FL. 33324 |

ARTICLE IX BY-LAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X RESTRICTION ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following shareholders in the amount set opposite their name:

David Levine	2 Shares
Edward P. Lafiteau	1 Share

Shares held by the initial shareholders listed above 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 of which, and the time within which such shares may be offered and sold, shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XI CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by a majority of stockholders.

ARTICLE XII SHAREHOLDER QUORUM AND VOTING

Sixty-Six and 2/3 (66 2/3) percent of the shares entitled to vote, represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII SHAREHOLDERS MEETING REQUIRED

Any section of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XIV MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV POWERS

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

ARTICLE XVI DIRECTOR QUORUM AND VOTING

If a quorum is present, the affirmative vote of Sixty-Six (66 2/3) percent of the directors present, shall be the act of the Board of Directors.

ARTICLE XVII INDEMNIFICATION

The corporation shall indemnify any officer or director; or any former officer or director, to the full extent permitted by law.

ARTICLE XVIII 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 shareholder is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscribed has executed these Articles of Incorporation, this 19th day of May, 1995.

Edward P. Lafiteau
Subscriber

D. J. L.
Subscriber

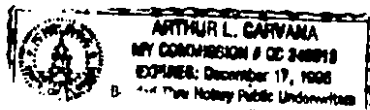
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared EDWARD P. LAFITEAU and DAVID LEVINE known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they 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 19th day of May, 1995.

Arthur L. Carvina
Notary Public

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Medical Destinations, Inc.

2. The name and address of the registered agent and office is:

Edward P. Lafiteau
(NAME)

9432 N.W. 8th Circle
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Plantation, FL. 33324
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Edward P. Lafiteau
(SIGNATURE)

5/19/95
(DATE)