

06/20/95 15:41

FAS-T CORPORATE AGENTS

(305) 592-9591

F 001

6/20/95

FLORIDA DIVISION OF CORPORATIONS
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((H95000006870))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000006870))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RENUE MEDICAL CENTER, INC.

FAX AUDIT NUMBER: H95000006870

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/20/1995

TIME REQUESTED: 15:08:19

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

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** ENTER 'M' FOR MENU. **

6/20/95

FLORIDA DIVISION OF CORPORATIONS
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3:08 PM

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6/22/95

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586
Bm #

FILED
65 JUN 22 PM 4:39
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 21, 1995

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: RHNU MEDICAL CENTER, INC.
REF: W95000012626

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Foole
Corporate Specialist

FAX Amd. #: H95000006870
Letter Number: 495A00030398

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

RECEIVED
06 JUN 22 PM 12:43
CORPORATION

H95000006870

**ARTICLES OF INCORPORATION
OF
RENUVE MEDICAL CENTER, INC.**

ARTICLE I - NAME

The name of the Corporation is RENUVE MEDICAL CENTER, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The purpose of this corporation shall be all lawful business activities allowed by the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of Capital stock, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$1.00	Capital

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation. The Board of Directors shall fix the rights and privileges of the stock pursuant to a shareholders agreement and/or the Bylaws.

ARTICLE V - RIGHTS UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

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

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95 JUN 22 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

3780 WEST FLAGLER STREET, MIAMI, FLORIDA 33134

The initial agent is: MIGUEL RODRIGUEZ-BETANCOURT, P.A.

The principal office and mailing address of this corporation is:

4657 N.W. 97 AVENUE, MIAMI, FLORIDA 33178

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided for by the By-Laws, but shall never be less than one. The names and addresses of the initial directors are:

PRESIDENT	LEONARDO PEREZ	4657 NW 97 PLACE MIAMI, FLORIDA 33178
-----------	----------------	--

VICE-PRESIDENT	JOSE GRAVIER	2331 SW 6 STREET MIAMI, FLORIDA 33135
----------------	--------------	--

ARTICLE IX - INCORPORATORS

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

Leonardo Perez: 4657 N.W. 97 Place
Miami, Florida 33178

ARTICLE X - BY LAWS

The power to adopt, alter, amend and repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Share of Preferred stock and Capital stock of this corporation shall be issued initially to the following persons in the amount set opposite his/her name.

LEONARDO PEREZ	1% Capital Stock
----------------	------------------

JOSE GRAVIER	99% Capital Stock
--------------	-------------------

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at 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 the corporation.

MIGUEL RODRIGUEZ-BETANCOURT, P.A., ATTORNEY AT LAW, 3780 WEST FLAGLER, MIAMI, FLORIDA 33134, TEL. (305) 220-0703

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ARTICLE XII - CUMULATIVE VOTING

At each election for directors, each shareholder entitled to vote at such election shall have their right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII - SHAREHOLDERS QUORUM AND VOTING

Fifty (50%) percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of the shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder.

ARTICLE XIV - INDEMNITY

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by the law either now or hereafter.

ARTICLE XV

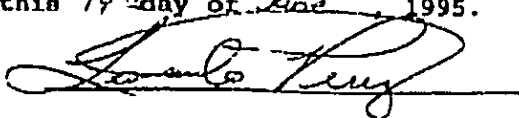
No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise involved in, any contract or transaction of this corporation, provided that the part the he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or any officer of such corporation or who is interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with the force and effect as if he were not such a director or officer or such other corporation, or not so interested.

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ARTICLE XVI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 19th day of June, 1995.



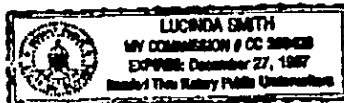
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgements, personally appeared LEONARDO PEREZ to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 19th day of June, 1995.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



H95000006870

CERTIFICATE OF DESIGNATION OF
REGISTER 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 designation the registered office/registered agent, in the State of Florida.

The name of the corporation is
RENU MEDICAL CENTER, INC.

The name and address of the registered agent and office is
MIGUEL RODRIGUEZ-BETANCOURT, P.A.
3780 WEST FLAGLER STREET
MIAMI, FLORIDA 33134

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.

M. Rodriguez-Botancourt, P.A.

6-19-95

Date _____

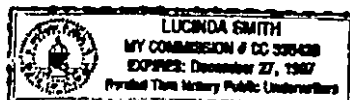
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgements, personally appeared Miguel Rodriguez-Betancourt, to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last
aforesaid on this 19th day of June, 1995.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



P95000048942

8/31/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

10:25 AM

((H95000009679))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAG-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000009679))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: RENUE MEDICAL CENTER, INC.

FAX AUDIT NUMBER: H95000009679

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/31/1995

TIME REQUESTED: 10:25:40

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

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ACCOUNT NUMBER: 071001002335

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8/31/95

FLORIDA DIVISION OF CORPORATIONS

10:25 AM

C. Gonzalez 8/31/95
L. J. J.

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1995 AUG 31 PM 1:18
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TALLAHASSEE, FLORIDA

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1995 AUG 31 PM 12:51

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H95000009679

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

RENUE MEDICAL CENTER, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Corp# : P 95000048942 Article VIII

add: Elsy Zapata. Vice-President Elsy Zapata
3485 W. Flagler St. Suite 500 Miami, FL 33135

LEONARDO PEREZ " - President

3485 W. Flagler St. Suite 500 Miami, FL 33135

delete : Jose Gravier from Vice President

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1995 AUG 31 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Leonardo Perez
3485 W. Flagler St. Suite 500
Miami, FL 33135
(305) 644-4449

H95000009679

H95000009679

THIRD: The date of each amendment's adoption: 8-30-95

FOURTH: Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29 day of July, 1995.

Signature

Leonardo Perez
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LEONARDO PEREZ

Typed or printed name

President

Title

H95000009679

P95000048942

MIGUEL RODRIGUEZ-BETANCOURT, P.A.

ATTORNEY AT LAW

1780 WEST FLAGLER MIAMI, FLORIDA 33134

400001769854

-04/04/96--01099--013

*****35.00 *****35.00

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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☐ 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 checked="" 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -4 AM 8:12

APR 4 1996



Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

FILED
DIVISION OF CORPORATIONS
96 APR -4 AM 8:12

STATE OF Florida
COUNTY OF DANE

I, Leonardo M. Perez after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, Leonardo M. Perez hereby resign as President/Director of
(Title)
Renue Medical Center, Inc., a Florida corporation;
(Name of Corporation)

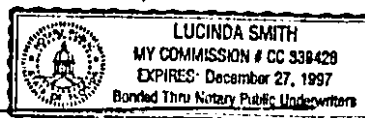
That the corporation has been notified in writing of the resignation.

[Signature]
Signature of resigning officer/director

Sworn to and subscribed before me this 19th day of February, 1996.

[Signature]
NOTARY PUBLIC

My Commission Expires: _____



FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314
CR2E044 (7-90)