# G SYSTEMS & TAXES INC.

2803 DAVIE BOULEVARD FORT LAUDERDALE, FLORIDA 33312 (305) 792-8317 --

FILED 95 JUN 27 All 11: 52 306) 792-0377 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE CORPORATE RECORDS P.O. BOX 6327 Tallahassee, FL 32314

RE: ARTICLES OF INCORPORATION

of:FLORIDA HEALTH MEDICAL GROUP, INC.

Dear Sir:

Enclosed please find Articles of Incorporation of the subject corporation and our check No. 1562 for the amount of \$ 122.50 as follows:

Charter Tax thous. @ \$4.00	\$
Filing Fees	35.00
Registered Agent Fces	35.00
Certification copy	
••	

Total Check.....\$ 122.50

Please forward copies to: P.O. BOX 451747 SUNRISE, FL 133345-1747

Thank you,

axes, Inc. Accounting Systems &

700001525137 -06/28/95--01006--003 \*\*\*\*122.50 \*\*\*\*122.50

#### ARTICLES OF INCORPORATION

<u>of</u>

#### FLORIDA HEALTH MEDICAL GROUP, INC.

The subscriber officer(s) do hereby certify that (we) I have tormulated the following corporation for profit under the laws of the state of florida, and that (we) I have become such corporation under and pursuant to the following Articles of Incorporation:

#### ARTICLE 1: NAME

The name of the corporation is: FLORIDA HEALTH MEDICAL GROUP, INC.

#### ARTICLE 11: NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

#### ARTICLE III: CAPITAL STOCK

The original capital stock of this corporation shall be 100,000 shares common stock par value \$ 1.00 each, total 100,000 all of which shall be fully paid in cash, property, labor or services at a just valuation to be fixed by the stockholder(s).

The amount of capital with which this corporation shall begin business shall be not less than \$ 300.00

#### ARTICLE IV: TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

#### ARTICLE V: ADDRESS

The registered office address is located at: 4546 S.W. 51 St. Ft. Lauderdale - Fla 33314

This is the same address of the Principal Office.

#### ARTICLE VI: DIRECTOR(S)

The corporation has director(s). The name(s) and post office address of the first director(s) shall be: Gisela V. Labrador 4546 S.W. 51 St. Ft. Laud. - Fla. 33314

This is the same address of the Registered Agent.

ARTICLE VII: CORPORATION MANAGEMENT BY STOCKHOLDERS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors. This Certificate of Incorporation may be amended in any manners consistent with the laws of the State of Florida.

The Name and Address of the Incorporators are:

Gisela V. Labrador

4546 S.W. 51 St.

Ft. Laud. - Fla. 33314

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#### ARTICLE VIII: OFFICERS AND STOCKHOLDER(S)

The officers of this corporation shall be PRESIDENT and SECRETARY and such officers and agents as may be deemed necessary. All officers, agents and factors as may be deemed necessary shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the stockholder(s).

Any person may hold two or more offices.

The name(s) and post office address of the first President and Secretary of this corporation, who shall hold office for the first year, or until theirs successors are chosen and qualified, shall be:

PRESIDENT

Signature:

GISELA V. LABRADOR 4546 S.W. 51 St.

Ft. Lauderdale - Fl 33314

SECRETARY

Signature:

GISELA V. LABRADOR 4546 S.W. 51 St.

Ft. Lauderdale - Fl 33314

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

In compliance with 5.7% ion 48.091, Florida Statutes, the following is submitted:

IRST: THAT FLORIDA HEALTH MEDICAL GROUP, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA. WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY  FORT Lauderdale
L. LOLF paggernare
TATE OF FLORIDA, HAS NAMED Gisela V. Labrador
OCATED AT 4546 S.W. 51 St. Ft.Lauderdale - Fl
ITY OF Ft. Lauderdale STATE OF FLORIDA, AT ITS
GENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.
Har. o. C.
TITLE President & Sec.
DATE 06/20/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCEEDS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MR DUTIES.

Registered Agent Signature

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DATE: 06/20/95

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LAZARUS CORPORA'	THE STATE OF THE S	IVITATION OF EURICATION	
890 S.W. 87 AVER			
MIAMI, FLORIDA	33174 (305)552-5973	OFFICE USE ONLY	
(City, State, Zi	p) (Phone #)	OTTION OOL OILE	
	TIVE TALLAHASSEE		
<u>(904)385-6715</u>		5.07/ -07/ ***	0001540855 19/9501013015 **35.00 *****35.00
CORPORATION NAM	ME(S) & DOCUMENT NUM	IBER(S) (if known):	
1. Flori	CLA HEALTH /	nedica Ga	000
2.	tion Name)	(Document #)	
	tion Name)	(Document #)	
3.	tion Name)		
4,	uon Numoj	(Document #)	
	tion Name)	(Document #)	···
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Mail out	Will wait Photocopy	Certificate of Status	SECRETAR TALLAHASS
NEW FILINGS	AMENDMENTS		LIL PH 2: 01 ETARY OF STATE HASSEE FLORIDA
Profit	Amendment		Eg R ITT
NonProfit	Resignation of R.A., Office	r/Director	2: 0 F STAT
Limited Liability	Change of Registered Agen	nt	O I
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Other	Merger		
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	7/14	
Annual Report	Foreign	$\wp$	7
Fictitious Name	Limited Partnership		El Janus.
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	Trademark		
	Other	Examiner'	s Initials

Other

CR1 (7.15.1.2)

### ARTICLES OF AMENDMENT

#### OT

	ACTICLES OF INCURPORATION	UN ALLASTARO ?
	OF	ON ALLAHASSEE FLORID
	FLORIDA HEALTH MEDICAL GROUP, INC.	
	(present name)	,
Pursuant t the followi	o the provisions of section 607.1006, Florida Statung articles of amendment to its articles of incorpora	tes, this corporation adopts vion:
FIRST: or deleted	Amendment(s) adopted: (indicate anicle numb	er(s) being am ended, added
	SEE ATTACHED	
SECOND:	If an amendment provides for an exchange, rection of issued shares, provisions for implement contained in the amendment itself, are as follows:	lassification or cancella- ting the amendment if not vs:
THIRD:	The date of each amendment's adoption:	7/11/95
FOURTH:	Adoption of Amendment(s) (check one)	
The ar	nendment(s) was/were adopted by the incorporate and shareholder action was not required.	ors without shareholder
X The a	mendment(s) was/were adopted by the board of disolder action and shareholder action was not requ	irectors without
The an	nendment(s) was/were approved by the sharehold cast for the amendment(s) was/were sufficient for	
The am	endment(s) was/were approved by the shareholde	rs through voting groups
	[The following statement must be separately providentitled to vote separately on the amendment(s).]	ded for each voting group
	The number of votes cast for the amendment(s) approval by (voting group)	was/were sufficient for
	(VOLING STORIN)	<del></del>

(voting group)

#### AMENDMENT(S) ADOPTED:

#### Article V - Address

1- Delete old Registered Office Address: 4546 S.W. 51 Street Ft, Lauderdale, Fl 33314

2- Add new Registered Office Address: 6741 Coral Way # 22 Miami, Florida 33155

3- Tha name of the Registered Agent will be the same: Gisela V. Labrador please do not change.

#### Article VI - Directors

1- Delete Old Address: 4546 S.W. 51 Street Ft. Lauderdale, F1 33314

2- Add New Address: 6741 Coral Way # 22 Miami, Florida 33155

3- Please do not change the name of the Director: Gisela V. Labrador

### Article VII - Name and Address of Incorporators

1- Delete Old Address: 4546 S.W. 51 Street Ft. Lauderdale, Florida 33314

2- Add New Address: 6741 Coral Way #22 Miami, Florida 33155

3- Please do not change the name of the Incorporator: Gisela V. Labrador

Signed this 11 day of July , 19, 95
By X
other officer if adopted by the shareholders)  (A director or incorporator if the shareholders)
(A director or incorporator if adopted by the directors or incorporators)
GISELA V. LABRADOR
(Typed or printed name)
PRESIDENT / DIRECTOR

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE 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 MY POSITION AS REGISTERED AGENT.

SIGNATURE X

DATE -7/11/95

# P9 50000 508 4 1 THE TAX GROUP, INC.

1149 S.W. 27th AVENUE, SUITE #201 305

MIAMI, FLORIDA 33135

PHONES: 643-6455 / 643-6466

FLORIDA DEPT. OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314

January 5,1996

600001684966 -01/10/96--01113--014 \*\*\*\*\*35.00 \*\*\*\*\*35.00

#### Gentlemen:

We are, hereby, enclosing ck. 1165 for \$ 35.00, and ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION of FLORIDA HEALTH MEDICAL GROUP, INC., a Florida Corporation.

Please, return all correspondence relating to this case to:

THE TAX GROUP, INC. 1149 S.W. 27ch AVE. SUITE 305 MIAMI, FL. 33135-4700

Thanking you for your prompt attention to this case, Respectfully yours,

\_ANDRES W.\_LOPEZ

96 Juli 10 PH 12: 48

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#### ARTICLES OF AMENDMENT

## TO ARTICLES OF INCORPORATION

OF	54-0
FLORIDA HEALTH MEDICAL GROUP, INC.	924
(prosent 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 anicle number(s) being amended, added or deleted)

SEE STATEMENT ATTACHED

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:

TH	RD: The date of each amendment's adoption: NOVEMBER 30,1995			
FO	JRTH: Adoption of Amendment(s) (check one)			
X	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	5_5	_dayof_	JANUARY	, 19 9 <u>6</u>
Sig	nature <u>- ½</u> (By the Preside	Chailman or	y July r vice Chairman of the officer if adopted by	ne Board of Directors, the shareholders)
			OR	
		(By a direct	tor if adopted by the	directors)
			OR	
		(By an inco	rporator if adopted b	by the incorporators)
		ISMAEL	LABRADOR	
		Турес	d or printed name	
		PRESIDE	NT	
			Title	

#### FLORIDA HEALTH MEDICAL GROUP, INC.

#### AMMENDMENTS ADOPTED

#### ARTICLE VI- DIRECTORS

GISELA V. LABRADOR HAS RESIGNED AND THE NEW AND ONLY DIRECTOR IS ISMAEL LABRADOR.

#### ARTICLE VIII- OFFICERS AND STOCKHOLDERS

GISELA V. LABRADOR HAS RESIGNED AS PRESIDENT AND SECRETARY AND NOW ISMAEL LABRADOR IS PRESIDENT & SECRETARY.

GISELA V. LABRADOR HAS RESIGNED AS REGISTERED AGENT AND NOW THE NEW REGISTERED AGENT IS ISMAEL LABRADOR, RESIDING AT 6741 CORAL WAY # 22 MIAMI,FL. 33155.

HAVING BEEN MADE AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE 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 IN MY POSITION AS REGISTERED AGENT OF FLORIDA HEALTH MEDICAL GROUP, INC.

ISMAEL LABEADOR

DATE