LAW OFFICES

## DANIEL S. CARUSI, P.A.

517 SOUTHWEST FIRST AVENUE FORT LAUDERDALE, FLORIDA 33301

DANIEL, S. CARUST P95 000 575 4165 4 80 7

July 10, 1995

THE SECRETARY OF STATE Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

SOCIO 153655 -07/13/35--01013--003 \*\*\*\*122.50 \*\*\*\*\*122.50

RE: Hialeah Professional Services, Inc.
A proposed Florida corporation

Dear Sir:

Enclosed is the original and one (1) copy of the Articles of Incorporation for: Hialeah Professional Services, Inc.

Also enclosed is the original and one (1) copy of the Certificate Designating Resident Agent for said corporation.

Please find enclosed our check payable to THE SECRETARY OF STATE in the amount of \$122.50, for filing fees.

Please return the certified copy of the Articles of Incorporation to the above address. Enclosed is a stamped return envelope for your convenience.

Thank you for your prompt attention.

Very truly yours,

Cynthia Lindo, Secretary to DANIEL S. CARUSI, ESQ.

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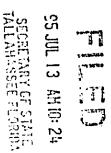
Enclosures

500

# **ARTICLES OF INCORPORATION**

## **OF**

## HIALEAH PROFESSIONAL SERVICES, INC.



The undersigned hereby subscribes to these Articles of Incorporation for any legal purpose permitted under the laws of the State of Florida and of the United States of America.

#### ARTICLE I

The name of the Corporation is: HIALEAH PROFESSIONAL SERVICES, INC.

#### ARTICLE II

#### NATURE OF BUSINESS

Any and all legal purpose permitted under the laws of the State of Florida and of the United States of America.

## ARTICLE III

#### CAPITAL STOCK

The maximum number of shares of stock with a nominal or par value that this corporation is authorized to have outstanding at anytime, together with the distinguishing characters of each, into which same are divided, and the par value of shares of stock, other than shares which have no par value or nominal value as follows: FIVE HUNDRED (500) One Dollar (\$1.00) par value shares and each share having equal rights, privileges and voting power.

#### ARTICLE IV

#### TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE V

#### PRINCIPAL PLACE OF BUSINESS

The initial principal office of this corporation is to be located at:

122 West 23rd Street Hialeah, FL 33010

#### ARTICLE VI

#### DIRECTORS

The number of directors of this corporation shall be two (2) initially, but may be increased according to the by-laws adopted by the shareholders.

### ARTICLE VII

#### INITIAL DIRECTORS

The name and address of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the by-laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

Antonio Perez, Sr. 122 West 23rd Street Hialeah, FL 33010

President

Nilda Perez 122 West 23rd Street Hialeah, FL 33010 Secretary/Treasurer

#### ARTICLE VIII

#### **AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

### ARTICLE IX

## INCORPORATORS

The name and address of the Incorporator of the corporation is:

Antonio Perez, Sr. 122 West 23rd Street Hialeah, FL 33010

#### ARTICLE X

#### RESIDENT AGENT

The Resident Agent upon whom service of process is made is:

Antonio Perez, Sr. 122 West 23rd Street Hialeah, FL 33010 IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation at 122 West 23rd Street, Hialeah, Florida 33010, for the use and purpose aforesaid.

Antonio Perez, Sr.

CERTIFICATE OF DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First that: HIALEAH PROFESSIONAL SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Hialeah, County of Dade, State of Florida, has named:

Antonio Perez, Sr. 122 West 23rd Street Hialeah, FL 33010

County of Dade, State of Florida, as its agent to accept service of process within the State.

## ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovestated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Antonio Perez, Sr.
Resident Agent

DATED this \_\_\_\_\_ day of July, 1995.

SECRETARY OF STATE