

95000066829

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SAN JUAN BOSCO CENTRO MEDICO, INC.
FAX AUDIT NUMBER: H95000009459
DATE REQUESTED: 08/25/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 17:03:27
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR> 8/25/95
5 5:03 PM
Help F1 Option Menu F2

FLORIDA DIVISION OF CORPORATIONS
NUM CAPS Connect: 00:05:00

FILED
95 AUG 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 8/25/95

RECEIVED
95 AUG 28 AM 8:13
DIVISION OF CORPORATIONS

RENE J. CLAVAREZA
P.O. BOX 524238
Miami, FL 33162
(305) 595.3020

ARTICLES OF INCORPORATION
OF
SAN JUAN BOSCO CENTRO MEDICO, INC.
(in English meaning Medical Center St. John, Inc.)

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be:
SAN JUAN BOSCO CENTRO MEDICO, INC., translated into English meaning Medical Center St. John, Inc.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or businesses permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:
1340 W. FLAGLER ST.
MIAMI, FLORIDA 33135,
and the name of the initial Registered Agent for the corporation at that address is RENE J. CLAVAREZA.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

FILED
95 JUN 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

RENE J. CLAVAREZA

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

RENE J. CLAVAREZA
1340 W. FLAGLER ST.
MIAMI, FLORIDA 33135

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

2700000037402
The following is submitted in compliance with the laws of the
State of FLORIDA. SAN JUAN BOSCO CENTRO MEDICO, INC., a
corporation organizing under the laws of the State of FLORIDA,
with its principal office located at:

1340 W. FLAGLER ST.
MIAMI, FLORIDA 33135

RENK J. CLAVAREZA has named:
RENE J. CLAVAREZA
1340 W. FLAGLER ST.
MIAMI, FLORIDA 33135

as its Agent to accept service of process within this State.

ACCEPTANCE:

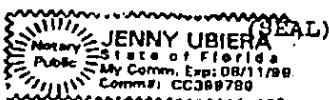
I agree as Registered Agent to accept service of process; to keep
the office open during prescribed hours; to post my name (and any other
officers of said corporation authorized to accept service of process at
the above designated address) in some conspicuous place in the office as
required by law.

Registered Agent:

Renk J. Clavarez

BEFORE ME, the undersigned authority, this day personally appeared
Renk J. Clavarez ("Registered Agent"), at Miami
County of Dade, State of Florida, who is personally
known to me ~~as who showed~~ ~~XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX~~ ~~as identified~~ ~~XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX~~
and who ~~did~~ did not take an oath and who, after being duly sworn, depos-
es and says that the facts and matters contained above are true and cor-
rect, and that he has executed the same for the purposes expressed here-
in.

WITNESS my hand and official seal this 24th day of August
1995.



Renk J. Clavarez
Notary Public
State of FLA
My Commission Expires:
8/11/98

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24TH day of AUGUST, 1995.

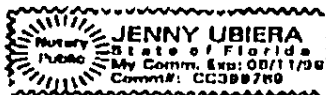
Incorporator:

Rene J. Clavarez

The foregoing instrument was executed and acknowledged before me at Miami, County of Dade, State of Florida, this 24th day of August, 1995 by Rene J. Clavarez ("Incorporator"), who is personally known to me ~~XXXXXXXXXXXXXXXXXXXX~~ ~~XXXXXXXXXXXXXXXXXXXX~~ and who ~~did~~/did not take an oath.

(SEAL)

Jenny Ubiere
Notary Public
State of FLA
My Commission Expires: 8/11/98



FILED
95 AUG 28 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9500009459

H950000056H

CAPITAL CONNECTION, INC.
 117 E. Main Street, Suite 100, Thomasville, GA 30222
 Mailing Address: P.O. Box 100, Thomasville, GA 30222
 TOLL FREE: 1-800-333-2222
 FAX: 706/222-1222

P95000066229

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*Amend.
10-16*

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME 12:00 CK No. _____

BY _____

WALK-IN Will Pick Up 10/13 12:00

C.C. FEE, DISBURSED

Capital Express™

Art. of Inc. File

Corp. Record Search

Ltd. Partnership File

Foreign Corp. File

() Cert. Copies *photo*

Art. of Amend. File

Dissolution/Withdrawal

C U S

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

100001610379
 -10/13/95--01055--007
 *****35.00 *****35.00

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s _____ Copies _____

Courier Service

Shipping/Handling

Phone () _____

Top Priority

Express Mail Prop.

FAX () _____ pgs. _____

FILED
 OCT 16 AM 10:41
 SECRETARY OF STATE
 THOMASVILLE, GA

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortonham
Secretary of State

October 13, 1995

CAPITAL CONNECTION
TALLAHASSEE, FL 32301

SAN JUAN BOSCO CENTRO MEDICO, INC.

We have received your document for and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

GIVE ADDRESSES FOR THE DIRECTORS LISTED.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 595A00046447

P. 1

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SAN JUAN BOSCO CENTRO MEDICO, INC.

(present name)

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

FIRST: Amendment(s) adopted: Article III: shall now read: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share. Article VIII: paragraph 2, shall now read: This Corporation shall have a minimum of one (1) Director. The Board of Directors shall consist of: Celestino Borron, 1120 Castile Avenue, Coral Gables, Florida 33134; Fulgencio Rivas, 7425 S.W. 32nd Street, Miami, Florida 33155; Gisel Shull, 244 S.W. 102nd Court, Miami, Florida 33174; Odalya M. Hernandez, 11881 S.W. 35th Terrace, Miami, Florida 33175 and Clara Rivas, 7425 S.W. 32nd Street, Miami, Florida 33155. The undersigned hereby certifies that the above is the true and correct copy of the amendments to the articles of incorporation.

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

THIRD: The date of each amendment's adoption: October 11, 1995

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

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

(continued)

Signed this 11th day of October, 19, 95

SAN JUAN BOSCO CENTRO MEDICO, INC.
(Corporation Name)

By 

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

(A director or incorporator if adopted by the directors or incorporators)

CELESTINO BORRON

(Typed or printed name)

Chairman of the Board

(Title)