

P95000068248

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

9/05/95

FLORIDA DIVISION OF CORPORATIONS

1:06 PM

PUBLIC ACCESS SYSTEM

((H95000009819))

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 CHINES STREET

MIAMI FL 33166

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 222-4000

PHONE: (305) 599-0830

FAX: (305) 592-9591

((H95000009819))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ASSOCIATES MEDICAL CENTER, INC.

FAX AUDIT NUMBER: H95000009819

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/05/1995

TIME REQUESTED: 13:05:54

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 7

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

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.

((H95000009819))

** ENTER 'M' FOR MENU. **

9/05/95

FLORIDA DIVISION OF CORPORATIONS

1:06 PM

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

9/05/95

FLORIDA DIVISION OF CORPORATIONS

1:06 PM

PUBLIC ACCESS SYSTEM

((H95000009819))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

FILED
95 SEP -5 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09/05/95

SECRET

FILED
05 SEP -5 PM 2:32
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF
ASSOCIATES MEDICAL CENTER, INC.

WE, the undersigned, in order to form a corporation for profit for the purposes hereinafter stated, under and pursuant to the provisions of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION

ARTICLE I.

The name of this corporation shall be: ASSOCIATES MEDICAL CENTER, INC.

ARTICLE II.

The general nature of the business and the objects and purposes to be transacted and carried on by this corporation shall be:

(a). To engage in the business providing medical and health services including but not limited to individuals and/or groups from entities, to provide consultations to all required and needed medical tests either directly or by contracting such services, and integrate themselves if necessary in a health maintenance organization, and any other activity related to the main purpose.

CARLOS M. MENDEZ, ESQ.
Fla. Bar No: 232221
1800 West 49th St., #203
Hialeah, Fl. 33012
Tel: (305) 885-5376

H95000009819

(b) To enter into, make and perform contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, town, city, county, state, territory or government.

(c) To purchase or otherwise acquire, and to hold, own, maintain or otherwise dispose of and deal in lands and leaseholds, and any interest, estate and rights in real property, and personal or mixed property, and any franchises, rights, licenses or privileges necessary, convenient or appropriate for any of the purposes herein expressed and to have any and all powers above set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

(d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

(e) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except for the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly, nor counted as outstanding for the purposes of any stockholder' quorum or vote.

(f) To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment to the Certificate of Incorporation as necessary or incidental to the protection and benefit of this corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation and to do any and all things herein before set forth to the same extent as natural persons might or could do.

The maximum number of shares of stock which this corporation shall have outstanding at any time, shall be FIVE HUNDRED (500) shares, all of which shall be of \$1.00 par value, and each of which shares shall be issued fully paid and non-assessable, and shall be payable in lawful money of the United States of America, or in services or property at just valuation, to be fixed by the Directors of this corporation at the organizational meeting, or any other meeting held for that purpose.

The above amount of shares shall represent the total investment of capital as book value and any other funds deposited into the corporation shall be considered shareholders loan. The term funds used above means either cash, goods, or any valuable instrument brought into the corporation.

The initial registered office of the corporation is: 801 West 48th Street Hialeah, Florida 33012 and the initial registered agent at such address is IGNACIO MORALES.

ARTICLE V.

This corporation is to have perpetual existence.

ARTICLE VI.

The initial Post Office Address of the principal office of this corporation in the State of Florida is: 801 West 48th Street Hialeah, Florida.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII.

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII.

The names and post office addresses of the first Board of Directors and officers of this corporation, who shall hold office for the first year of its existence or until their successors are elected and qualified, are as follows:

ILEANA MARTINEZ	President & Director	9860 N.W. 137th Street Hialeah Gardens Fl. 33016
IGNACIO MORALES	Treasurer/ Secretary & Director	846 West 41st Street Hialeah, Florida 33012

ARTICLE IX.

The names and Post office addresses of the subscribers to this Certificate of Incorporation and the number of shares each agrees to take and the value of the consideration paid thereof, the total aggregate amount of which is not less than the

H95000009819

amount of capital with which the corporation will begin business, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>VALUE</u>
ILIANA MARTINEZ	9860 N.W. 137th St Hialeah Gardens Fl	100	\$100.00
IGNACIO MORALES	846 West 41 Street Hialeah, Florida	100	\$100.00

ARTICLE X.

The management and control of the business of this corporation shall be conducted under the directions of the Board of Directors by the officers who shall be elected by the Board of Directors, to-wit: a President; one or more Vice-Presidents; a Treasurer and a Secretary; one or more of said officers may hold one or more offices.

ARTICLE XI.

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 stockholders' meeting by a majority of the stock entitle to vote thereon.

ARTICLE XII.

In furtherance, and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:

(a) To adopt and amend the by-laws of this corporation, provided the amendments thereto are not inconsistent with the by-laws adopted by the stockholders.



H95000009819

(b) To authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

(c) To set apart out of any funds of the corporation available for dividends a reserve or reserves in the manner in which it was created.

(d) When and as authorized by the affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of stockholders of record holding stock in the corporation entitling them to exercise at least a majority of the voting power, to sell, lease, or exchange all of its property and assets, including its good will and its corporate franchises, or any property of assets essential to the business of the corporation, upon the terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seals this 1st day of September, 1995.


ILEANA MARTINEZ

IGNACIO MORALES

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared ILEANA MARTINEZ, and IGNACIO MORALES, to me known to be the persons described as subscribers in and who executed the foregoing articles of

H95000009819

Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Bialeah, Dade County, Florida, this 1st day of September, 1995.

[Signature]
Notary Public, State of Florida
at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. NOV. 17, 1995
BONDED THRU CENTRAL INS. UNIT

Personally Known ☒ or Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA)

SS:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared IGNACIO MORALES, to me known to be the person described as the Resident Agent and Initial Registered Agent, as set forth in these Articles of Incorporation and he/she hereby accepts to act in this capacity and agrees to comply with the provisions of said Act.

[Signature]
IGNACIO MORALES

SWORN TO AND SUBSCRIBED before me on this 1st day of September, 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. NOV. 17, 1995
BONDED THRU CENTRAL INS. UNIT

Personally Known ☒ or Produced Identification _____
Type of Identification Produced _____

P95000068248

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1996

ASSOCIATES MEDICAL CENTER, INC.
801 WEST 48TH STREET
HIALEAH, FL 33012

SUBJECT: ASSOCIATES MEDICAL CENTER, INC.
Ref. Number: P95000068248

Debit Memo #: 700057-H

This is to inform you that check #0115 in the amount of \$200.00 submitted with the annual report for ASSOCIATES MEDICAL CENTER, INC. has been returned by your bank because of NSF.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$215.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 28, 1996 and a reinstatement fee of an additional \$385 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 996A00040795

State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for ASSOCIATES MEDICAL CENTER, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of November 12, 1996 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P95000068248.

P95000068248



CR2EO22 (2-95)

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Twelfth day of November, 1996

Sandra B. Northam

Sandra B. Northam
Secretary of State