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TO

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P. 61

12:23 AM

PUBLIC ACCESS SYSTEM

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FROM: EMPIRE CORPORATE KIT COMPANY

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: NATIONAL PHYSICIAN SERVICES, INC.

**CURRENT STATUS: REQUESTED**

TIME REQUESTED: 12:23:26

CERTIFICATE OF STATUS: O

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003285

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06711 - be back in  
if (11/11/5)

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Q-7 45



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 7, 1995

EMPIRE CORPORATE KIT COMPANY  
1492 WEST FLAGLER ST STE 200  
MIAMI, FL 33135

SUBJECT: NATIONAL PHYSICIAN SERVICES, INC.  
RRF: W95000017968

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

RAY STORMONT MUST SIGN AS INCORPORATOR ON BEHALF OF EMPIRE CORPORATE KIT OF AMERICA, INC. IN ARTICLE NUMBER VIII.

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) 487-6878.

Terri Buckley  
Corporate Specialist

FAX And. #: H95000009878  
Letter Number: 995A00041318

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

44-02-1000 04130 FROM

TO

1904922-0000 P.02

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ARTICLES OF INCORPORATION  
OF

NATIONAL PHYSICIAN SERVICES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: NATIONAL PHYSICIAN SERVICES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 2601 S.W. 37 AVENUE SUITE 607  
MIAMI FLORIDA 33137

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes.

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To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100,000 shares, having an individual par value of \$ 1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.....

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: ~~EDUARDO ALARCON~~ .....  
2601 S.W. 37 AVE. #607  
MIAMI FLORIDA 33137

#### ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) whose to serve as an initial director(s) is:

PRESIDENT/SECRETARY/TREASURER .....  
EDUARDO ALARCON .....  
2601 S.W. 37 AVE. SUITE 607  
MIAMI FLORIDA 33137

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ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 W. FLAGLER STREET #200  
MIAMI FLORIDA 33135

RAY STORMONT  
EMPIRE CORPORATE KIT COMPANY  
1492 West Flagler Street #. 200  
Miami, Florida 33135-2709  
(305) 541-3694

The undersigned has executed these Articles of Incorporation this 06 day of SEPTEMBER, 1995.

Ray C. Stormont  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED 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 designating the registered office/registered agent, in the state of Florida.

First that NATIONAL PHYSICIAN SERVICES, INC.  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named EDUARDO ALARCON  
(Name of Registered Agent)  
located at 2601 S.W. 37 AVENUE SUITE 607  
City of MIAMI County of DADE  
(City) (County)

State of Florida, as its agent to accept service of process within this state.

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.

SIGNATURE

  
Registered Agent  
EDUARDO ALARCON

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# P95000069015

Requestor's Name

LAW OFFICES  
**SETH STOPEK, P.A.**  
FIRST UNION FINANCIAL CENTER  
200 SOUTH HIGHLAYNE BOULEVARD • SUITE 2050  
MIAMI, FLORIDA 33131

Office Use Only

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

1.	_____	_____	200001742692
	(Corporation Name)	(Document #)	-03/14/96--01007--022
			*****35.00 *****35.00
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	(Corporation Name)	(Document #)	
3.	_____	_____	
	(Corporation Name)	(Document #)	
4.	_____	_____	
	(Corporation Name)	(Document #)	

☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS
Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS
<input checked="" type="checkbox"/> Amendment / <i>Name Change</i>
Resignation of R.A., Officer/ Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

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96 MAR -8 PM 3:57  
TALLAHASSEE, FLORIDA

RECEIVED  
96 MAR -8 PM 3:42  
DIVISION OF CORPORATIONS

3-12-96

Examiner's Initials      *LFT*



ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
NATIONAL PHYSICIAN SERVICES, INC.

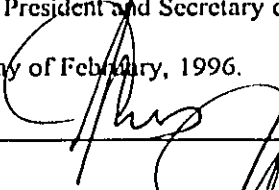
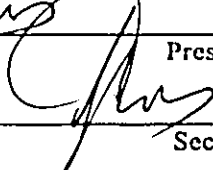
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Article I of the Articles of Incorporation of MEDICAL BUSINESS SYSTEMS, INC., a Florida corporation, is hereby amended and restated in its entirety to read as follows:

ARTICLE I: The name of this corporation shall be  
DOUGLAS MEDICAL GROUP, INC.

2. The foregoing Amendment was adopted unanimously by the stockholders and directors of this Corporation on February 15, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 15th day of February, 1996.

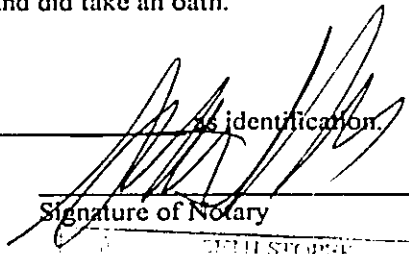
  
\_\_\_\_\_  
President  
  
\_\_\_\_\_  
Secretary

STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 5th March day of February, 1996, by JOSE ARMAS, President and Secretary, a Florida corporation, on behalf of the Corporation. He is personally known to me and did take an oath.

☒ who is personally known to me, or

☐ who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Signature of Notary

\_\_\_\_\_  
Printed Name of Notary