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95 SEP 18 10 00 57

Gilberto Seco  
(Requestor's Name)  
1031 NW 1st St.  
(Address)  
Miami, FL 33125  
(City, State, Zip) (Phone #)

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-09/13/95--01003--001  
\*\*\*\*367.50 \*\*\*\*122.50

OFFICE USE ONLY

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

1. Seco/Guerribitey, M.D.S., P.A.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(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	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION**

**OF**

**SECO/GUIRIBITEY, M.D.'s, P.A.**

FILED  
95 SEP 12 PM 4:13  
SECRET  
TALLAHASSEE  
FLORIDA

We, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purposes of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is:

**SECO/GUIRIBITEY, M.D.'s, P.A.**

**ARTICLE II - NATURE OF BUSINESS**

The nature of the business to be transacted by this professional service corporation is to render professional medical services to the general public and to do all things in connection therewith that are customarily done by licensed medical doctors under the laws of the State of Florida, and, in accordance with "The Professional Service Act" of Florida, to invest its funds in real estate, mortgages, stocks, bonds or other types of investments, and may own real or personal property necessary for rendering of professional services. The business of the Corporation shall be limited to the foregoing activities and no others.

**ARTICLE III - CAPITAL STOCK**

The Capital stock of this Corporation shall be 1000 shares of \$ 0.10 par value common stock.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is One Hundred Dollars (\$ 100.00).

**ARTICLE V - TERM OF EXISTENCE**

This corporation will exist perpetually.

#### ARTICLE VI - ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 1281 N.W. 6th Street, Miami, Florida 33125. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VII - DIRECTORS

This corporation shall have one director, initially. The number of directors may be either increased or decreased from time to time, in accordance with the by-laws adopted by the stockholders.

#### ARTICLE VIII - INITIAL DIRECTORS

The names and post office address of the member of the first Board of directors is:

DR. GILBERTO SECO  
1281 N.W. 6TH ST  
MIAMI, FLORIDA 33125

#### ARTICLE IX - SUBSCRIBERS

The name and post address of each subscriber of these articles of incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof are:

NAME ADDRESS	SHARES	CONSIDERATION
DR. GILBERTO SECO 1281 N.W. 6TH ST MIAMI, FLORIDA 33125	100	\$ 100

The proceeds of which amount to be at least \$ 100.00.

#### **ARTICLE X - AMENDMENT**

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 entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.

#### **ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT**

The registered agent and the registered office of this corporation shall be:

<b>DR. GILBERTO SECO</b>	<b>-----</b>	<b>REGISTERED AGENT</b>
<b>1281 N.W. 6TH ST</b>	<b>-----</b>	<b>REGISTERED OFFICE</b>
<b>MIAMI, FLORIDA 33125</b>		

#### **ARTICLE XII - LIMITATIONS OF CORPORATE STOCK**

1. No one other than an individual who is duly licensed as a medical doctor under the laws of the State of Florida may own any corporate stock of this corporation; nor may any shareholder enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

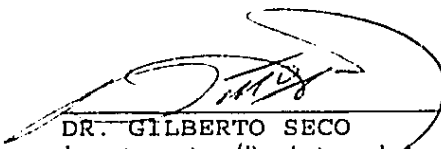
2. If an officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his rendering of such professional services, he shall sever all employment with, and financial interest in, the corporation.

3. No Shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved, at a stockholders' meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by the shareholder proposing

to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

4. In the event there is more than one shareholder in the corporation, before stock is issued to shareholders and/or the corporation a buy-and-sell agreement providing for the redemption or disposition of their stock in the event their interest in the corporation is terminated for any reason. An executed copy of the buy-and-sell agreement must be filed with the Secretary of the Corporation and made a part of the records of the corporation.

IN WITNESS WHEREOF I, the undersigned being the original subscriber to the capital stock herein above named, for the purpose of the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal, this 5<sup>th</sup> day of September, 1995. I accept my position as registered agent.

  
DR. GILBERTO SECO  
Incorporator/Registered Agent

STATE OF FLORIDA     )  
                              )   SS:  
COUNTY OF DADE     )

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BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements personally appeared DR. GILBERTO SECO to me well known and with a Florida Drivers License# \_\_\_\_\_ and Florida Medical License # ME 0062641 the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 5<sup>th</sup> day of September, 1995.

  
NOTARY PUBLIC, State of Florida

My commission expires:

