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1/10/96
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
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CONTACT: RAY STORMONT
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: METABOLIC TREATMENT CENTER, INC.
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

METABOLIC TREATMENT CENTER, INC.

The undersigned, acting as incorporator of METABOLIC TREATMENT CENTER, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

METABOLIC TREATMENT CENTER, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in the service of medical care and may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed or to be performed for the benefit of the corporation. Each issued and outstanding stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street and mailing address of the initial principal office of the corporation is: Metabolic Treatment Center, Inc., 757 Southeast 17 Street, Suite 760, Fort Lauderdale, Florida 33316. The name of the corporation's initial registered agent is: Gezim Agolli, whose address is 757 Southeast 17 Street, Suite 760, Fort Lauderdale, Florida 33316.

JOHN F. JAN KOWSKI, JR., ESQ.
CORNERSTONE ONE - Suite 220
1200 S. Pine Island Rd.
Plantation, FL 33324-4402
(305) 370-1026 / FAX. 833523

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ALACHUA COUNTY, FLORIDA

ARTICLE VI. INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Gezim Agolli
757 Southeast 17 Street, Suite 760
Ft. Lauderdale, Florida 33316

The initial officers are:

President/Secretary - Gezim Agolli

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Gezim Agolli
757 Southeast 17 Street, Suite 760
Ft. Lauderdale, Florida 33316

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE X. PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which each existing shareholder already holds, to purchase his/her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

ARTICLE XI. INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of January, 1996.

Gezim Agolli
GEZIM AGOLLI

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of January, 1996, by GEZIM AGOLLI, who executed the foregoing articles and who did take an oath. GEXIM AGOLLI is personally known to me or has produced drivers license as identification.



JOHN F. JANKOWSKI JR.
My Commission CC352087
Expires Mar. 08, 1998
Bonded by HAI
800-422-1855

John F. Jankowski Jr.
Notary Public, State of Florida
Print Name: JOHN F. JANKOWSKI
My commission expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for METABOLIC TREATMENT CENTER, INC. in the foregoing articles of incorporation, I, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of registered agent of which I am familiar.

BY: Gezim Agolli
GEZIM AGOLLI

These Articles prepared by:
John F. Jankowski, Jr., Esq.
Cornerstone One- Suite 220
1200 South Pine Island Road
Plantation, Florida 33324-4402
(305) 370-1026

FILED
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TALLAHASSEE, FLORIDA

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1688 Medical Lane Unit II
St. Myers, FL 33907
(941)278-4434
Fax (941)278-5828

Metabolic Treatment Center, Inc.

October 11, 1996

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

To whom it may concern:

Please update our corporate records to reflect the update of our director's. Enclosed is a check in the amount of \$35.00. Thank you for your prompt attention to this matter.

Sincerely,

Gez Agolli

Gez Agolli
Managing Director

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*****35.00 *****35.00

Amend

TEL OCT 11 6 1996

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SECRETARY OF STATE
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OCT 14 AM 8:11

Tomorrow's Medicine
Today!

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 OCT 14 AM 8:11

Metabolic Treatment Center, Inc.

(present name)

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

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

- 1) GEZ Agolli ^{Managing} President, Director, Sec.
19308 Pine Glend Dr
Ft. Myers FL 33902
- 2) Marvin Reich, M.D., Director
6025 Balboa Circle #404
Boca Raton, FL 33433
- 3) Adrian GinoLi Vice president, Director
6041 Duval St
Hollywood FL 33024

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

THIRD: The date of each amendment's adoption: Sept. 1st 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 _____ voting group."

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

Signed this 10th day of October, 19 96

Signature

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GEZ Agolli
Typed or printed name

President Majority shareholder
Title