

P96000000 7364

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE SUITE 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

400001636644

-01/24/96--01043--017

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Office Use Only

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

1. CORDEL GABLES SURVEY MEDICAL, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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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 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

RECEIVED
96 JAN 24 AM 10:51
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

CORAL GABLES SURVEY MEDICAL, INC.

FILED
CLERK OF THE STATE
OFFICE OF THE CLERK OF THE STATE

95 JAN 24 PM 2:07

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities for a Corporation, for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE ONE

Name of the Corporation

The name of this Corporation shall be:

CORAL GABLES SURVEY MEDICAL, INC.

ARTICLE TWO

Nature of Business

The general nature of the business to be transacted by this corporation is:

Any activity and business permitted under the laws of the State of Florida.

ARTICLE THREE

Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 500 shares, each having a par value of \$1.00 per share of said shares of stock shall entitle the holder thereof to one (one) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE FOUR
Initial Capital

The amount of capital with which this Corporation shall begin doing business shall be : Five Hundred Dollars (\$500.00)

ARTICLE FIVE
Term of Existence

This Corporation shall be perpetual existence.

ARTICLE SIX
Principal Office

The following shall be the street address and the principal office for this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the state of Florida that may be deemed expedient:

14745 SW 61 LANE
MIAMI, FL. 33193

ARTICLE SEVEN
Directors

There shall be a Board of Directors for this Corporation which consist of ONE persons. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than ONE . Each of said Directors shall be of full age and all of them shall be residents of the United States. Any Director may be removed at any annual or special meeting of stockholder called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director

ARTICLE EIGHT
Initial Board of Directors

The names and addresses of the first Board of Directors is as follows:

NAMES	ADDRESSES	OFFICE
TERESA RUIZ	14745 SW 61 LANE MIAMI, FL. 33193	PRESIDENT

Eva

ARTICLE NINE
Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

Names	Addresses	Share
TERESA RUIZ	14745 SW 61 LANE	500

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

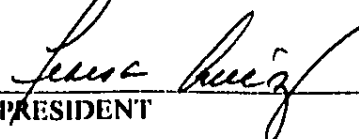
ARTICLE TEN
Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation: any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority

thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors of this Corporation, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

ARTICLE ELEVEN
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida and all rights conferred upon the stockholders herein

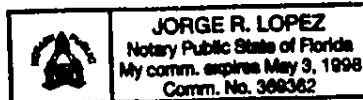


PRESIDENT

Sworn to and subscribed before me this JANUARY 22, 1996



NOTARY PUBLIC



FLORIDA
DEPARTMENT OF STATE
CORPORATION REGISTRATIONS
96 JAN 26 PM 2:07

**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.

1. THE NAME OF THE CORPORATION IS:

CORAL GABLES SURVEY MEDICAL,, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

**TERESA RUIZ
14745 SW 61 LANE
MIAMI, FL. 33193**

SIGNATURE *Teresa Ruiz*

TITLE *President*

DATE *1-22-96*

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 PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *Teresa Ruiz*

DATE *1-22-96*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

CORAL GABLES SURVEY MEDICAL, INC.

FILED
97 JAN -8 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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 ONE

The new name of this Corporation shall be:

GENESIS MEDICAL OFFICE, INC.

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: 1-06-1997

FOURTH: Adoption 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.

X_____ 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)

Signed this 7th day of JANUARY, 1997

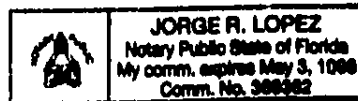
GENESIS MEDICAL OFFICE, INC.

(Corporation Name)

By Teresa Perez
TERESA PEREZ - PRESIDENT

Sworn to and subscribed before me this 7th of January, 1997

J. Lopez
NOTARY PUBLIC



P96000007364

LAZARUS CORPORATE INDUSTRIES, INC.

Requestor's Name

890 S.W. 87 AVENUE, SUITE 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

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(Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) 410002202094---0
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3. _____ (Corporation Name) (Document #)

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FILED
97 SEP 24 PM 2:23
RECORDED
97 SEP 24 AM 11:23
TALLAHASSEE FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

9/24
Jorge Mendez

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GENESIS MEDICAL OFFICE, INC.

FILED
97 SEP 24 PM 2:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(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 VIII
NEW BOARD OF DIRECTORS**

The new Board of Directors shall be as follows:

PRESIDENT	ADDRESS	OFFICE	SHARES
TERESA PEREZ	15551 SW 155 CT MIAMI, FL. 33187	PRESIDENT	250
JOSE COUTIN	3383 NW 7 ST SUITE 150 MIAMI, FL. 33125	SECRETARY	250

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 : September 22, 1997

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

_____ The Amendment(s) was/were adopted by the incorporators or Board of Directors without shareholders action and shareholders action was not required.

☒ The Amendment(s) was/were approved by 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).]

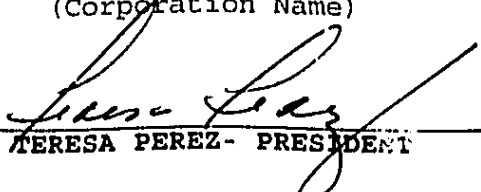
_____ The number of votes cast for the Amendment(s) was/were sufficient for approval by _____ (voting group)

Signed this 22 day of September, 1997

GENESIS MEDICAL OFFICE, INC.

(Corporation Name)

By



TERESA PEREZ- PRESIDENT