

P96000008104

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DIVISION OF CORPORATION



ACCOUNT NO. : 072100000032
REFERENCE : 019071 4303929
AUTHORIZATION : *Patricia Pyzdek*
COST LIMIT : \$ 122.50

ORDER DATE : January 25, 1996

ORDER TIME : 9:30 AM

ORDER NO. : 019071

CUSTOMER NO: 4303929

000001697930

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAUBER, MOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-2230

DOMESTIC FILING

NAME: NSSM, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

SKM
1/26/96

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TAMPA, FLORIDA

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Alfonso Salavin
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H. Allan Shore
Marc M. Watan
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Melvin N. Greenberg
(1928-1994)

Elizabeth C. Galvin, I.A.
(305) 789-5449

January 24, 1996

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: NSSM, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return it to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,

**ARTICLES OF INCORPORATION
OF**

NSSM, INC.

FILED
96 JUN 25 AM 8:17
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is NSSM, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o: North Shore Medical Center, 1100 N. W. 95th Street, Miami, FL 33150.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is William B. Eck, and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23rd day of January, 1996.

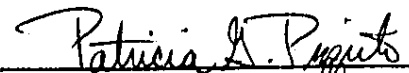


WILLIAM B. ECK, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of NSSM, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY, Registered Agent

BY: 

PATRICIA G. PIZZUTO, as Agent for the Registered Agent

Dated: January 25, 1996.

FILED
95 JUN 25 AM 8:17
CORPORATION SERVICE COMPANY
STATE OF FLORIDA



P96000008104

ACCOUNT NO. : 072100000032
REFERENCE : 309566 4303929
AUTHORIZATION : Patricia Pyjette
COST LIMIT : \$ 87.50

ORDER DATE : March 27, 1997

ORDER TIME : 9:40 AM

ORDER NO. : 309566-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Myrna Norman-golinsky
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

100002125821--4

DOMESTIC FILINGS

NAME: NSSM, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

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97 MAR 27 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 27 PM 12:47

Carina L. Dunlap
3/27

ARTICLES OF DISSOLUTION
OF
NSSM, INC.

FILED
97 MAR 27 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1401 of the Florida Business Corporation Act, **NSSM, INC.**, a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

The name of the Corporation filing these Articles of Dissolution is **NSSM, INC.**

The Corporation's Articles of Incorporation were filed on January 25, 1996 (Document #P96000008104).


None of the Corporation's shares have been issued and the Corporation has not commenced business.

No debt of the Corporation remains unpaid.

The Corporation elected to dissolve by written consent of the sole incorporator, as of March 26, 1997.

IN WITNESS WHEREOF, the undersigned being the sole incorporator of **NSSM, INC.**, has executed these Articles of Dissolution on behalf of the Corporation as of the 26th day of March, 1997.

NSSM, INC., a Florida corporation

By: 
William B. Eck, its sole incorporator