

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0311 FAX

800-342-8086



Handwritten: P600013615

ACCOUNT NO. : 072100000032

REFERENCE : 844628 809920

AUTHORIZATION :

COST LIMIT : \$ PED

ORDER DATE : February 13, 1996

ORDER TIME : 9:22 AM

ORDER NO. : 844628

CUSTOMER NO: 809920

CUSTOMER: Lewis G. Gordon, Esq
LEWIS G. GORDON, ESQ

Suite 700
1320 South Dixie Highway
Miami, FL 33146

EFFECTIVE DATE
FEB 12 1996

000001713790
-02/13/96--01101--004
****122.50 ****122.50

DOMESTIC FILING

NAME: TOTAL HEALTH CARE MANAGEMENT,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GWEN BUTLER

EXAMINER'S INITIALS:

RECEIVED
96 FEB 13 AM 11:14
DIVISION OF CORPORATION

FILED
96 FEB 13 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FL 32304

T. BROWN FEB 13 1996

EFFECTIVE
FEB 12 1998

FILED
96 FEB 13 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TOTAL HEALTH CARE MANAGEMENT, INC.,

The undersigned subscriber (s) of these Articles of Incorporation, each natural person competent to contract, hereby associates themselves to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: Total Health Care Management, Inc.,

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of allowing it to engage in any facet of business dealing with any facet of medicine and, in general, to carry on any other legal business whatsoever under the laws of the United States and the State of Florida.

ARTICLE III - GENERAL STOCK

The maximum number of shares of stock that this corporation is authorize to have outstanding at any times is:

NUMBER OF SHARES

PAR VALUE

100

\$1.00

ARTICLE IV - TERM OF DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE V- CORPORATION'S ADDRESS

The initial address of the principal office of this corporation in the State of Florida shall be as follows:
1320 So. Dixie Highway, Suite 700, Coral Gables, Florida 33146. The Board of Director (s) may from time to time move the principal office to any other address in the State of Florida and establish subsidiaries in any place within and without the United States.

ARTICLE VI - NUMBER OF DIRECTOR (s)

This corporation shall have one director initially. The number of director (s) may be increased or diminished from time to time by the laws adopted by the stockholder (s) but shall never be less than one (1).

ARTICLE VII - INITIAL BOARD OF DIRECTOR (s)

The names and post office address (es) of the first Board of Director (s) who subject to the provisions of the Certificate of Incorporation, By-Laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporations

existence or until their successor (s) are elected and have qualified. These Director (s) and address (es) are:

<u>NAME OF DIRECTOR (s)</u>	<u>ADDRESS (es)</u>
Chester E. Kaminester	1230 So. Dixie Highway, #700 Coral Gables, FL 33146

ARTICLE VIII-INCORPORATOR

The name and address of the person(s) signing these Articles is: Chester E. Kaminester.

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Director (s) proposed by them to the stockholder (s) and approved at a stockholder (s) meeting by the majority of the stock entitled to vote thereon.

ARTICLE X- DESIGNATION OF REGISTERED AGENT

The following person is hereby named as Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida at the below registered address:

<u>REGISTERED AGENT</u>	<u>ADDRESS</u>
Lewis G. Gordon, Esq.,	1320 So. Dixie Highway, #700 Coral Gables, FL 33146

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the following corporation: Total Health Care Management, Inc., at the place designated in these articles. I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


LEWIS G. GORDON, ESQ.,
REGISTERED AGENT

ARTICLE XI-BY LAWS

The power to adopt, alter, amend, or appeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII -INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the law.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 12 day of February, 1996.


CHESTER E. KAMINESTER

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me, a notary public duly authorized to administer oaths and take acknowledgements personally appeared Chester E. Kaminester known to me to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he subscribed to and executed the same, that I relied upon the following form of identification of the above-named person; Florida Drivers License and that an oath was taken.

WITNESS, my hand and official seal in the County and State last aforesaid this 12th day of FEBRUARY, 1996.


Notary Public

My Commission Expires:



P96000013615

C. Kaminester
10714 Kirkaldy Lane
Boca Raton, FL 33498

City/State/Zip

Phone #

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #) **800001774378**
-04/09/96--01120--015
2. _____ (Corporation Name) _____ (Document #) *******35.00 *****35.00**
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of State

SECRET
TALLAHASSEE, FLORIDA

36 APR -8 PM 1:38

FILED

NEW FILINGS	
<input 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

W
P96000013615
4-8-96
O+J Res

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, Chester E. Kaminester, hereby resign as Director
(Title)
of Total Health Care Management, Inc.,
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)
Chester E. Kaminester, Director

FILED
36 APR -8 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314