

P96000024326

3/18/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-000018-0000
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305) 672-0606
FAX: (305) 672-9110

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: COMPLETE CARE MEDICAL GROUP OF THE PALM BEACHES INC.
FAX AUDIT NUMBER: H96000003896
CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/18/1996
TIME REQUESTED: 16:27:13
CERTIFIED COPIES: 0
CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4
METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$78.75
ACCOUNT NUMBER: 073171003004

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96 MAR 19 AM 11:36
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TALLAHASSEE, FLORIDA

50:8 MW 812756

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**Articles of Incorporation
of
Complete Care Medical Group of the Palm Beaches Inc.**

Article I. Name

The name of this Florida corporation is:
Complete Care Medical Group of the Palm Beaches Inc.

Article II. Address

The mailing address of the Corporation is:

Complete Care Medical Group of the Palm Beaches
1645 Palm Beach Lakes Blvd, Suite 850
West Palm Beach FL 33401

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Bernardo Motola
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

H96000003896

Bernardo Motola FL Bar Member 511171
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401
407-683-8333 • Fax 407-683-3277

EFFECTIVE DATE
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TALLAHASSEE, FLORIDA

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Rafael Ceruelos
Carla Ferro

Article VI. Incorporator

The name and address of the incorporator is:

Bernardo Motola
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 18, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on March 18, 1996



BERNARDO MOTOLA
by J.P. Mata as attorney-in-fact

H96000003896

Bernardo Motola FL Bar Member 511171
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401
407-683-8333 • Fax 407-683-3277

H96000003896

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:

Complete Care Medical Group of the Palm Beaches Inc.

REGISTERED AGENT:

Bernardo Motola
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



BERNARDO MOTOLA
by J.P. Mata as attorney-in-fact

Date: March 18, 1996

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96 MAR 19 AM 11:36
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TALLAHASSEE, FLORIDA

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Bernardo Motola FL Bar Member 511171
Bernardo Motola, P.A.
1645 Palm Beach Lakes Blvd., Suite 850
West Palm Beach FL 33401
407-683-8333 • Fax 407-683-3277

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3/26/96

FLORIDA DIVISION OF CORPORATIONS

11:44 AM

PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS INTERNATIONAL IN

DEPARTMENT OF STATE

401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

CONTACT: JOHNNY C RODRIGUEZ

FAX: (904) 922-4000

PHONE: (305) 672-0686

FAX: (305) 672-9110

((H96000004313)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: COMPLETE CARE MEDICAL GROUP OF THE PALM BEACHES INC.

FAX AUDIT NUMBER: H96000004313

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/26/1996

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95 MAR 27 PM 2:12

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95 MAR 27 PM 5:10
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1996

COMPLETE CARE MEDICAL GROUP OF THE PALM BEACHES INC.
1645 PALM BEACH LAKES BLVD.
SUITE 850
W PALM BEACH, FL 33401

SUBJECT: COMPLETE CARE MEDICAL GROUP OF THE PALM BEACHES INC.
REF: F96000024326

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000004313
Letter Number: 796A00013880

Articles of Amendment

Article I. Name

The name of this Florida corporation is Complete Care Medical Group of the Palm Beaches Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of Rafael Ceruelos in deleted from Article V as a director.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on March 26, 1996.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on March 26, 1996.

Complete Care Medical Group of the Palm
Beaches Inc.

By: Joseph P. Mata
Joseph P. Mata
Its: Assistant Secretary

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65 MAR 27 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FL 32310