

**P96000029007**

**JORGE SANCHEZ-GALARRAGA**  
**PROFESSIONAL ASSOCIATION**  
**LAW OFFICES**

Suite 301  
1313 Ponce de Leon Boulevard  
Coral Gables, Florida 33134-3343  
Telephone: (305) 445-5351  
Fax: (305) 443-6023

March 6, 1996

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 33201

FILED  
96 MAR 28 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: **Advanced Technology Clinical Laboratory, Inc.**

Gentlemen:

200001761372  
-03/28/96--01073--018  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed are the following:

1. Original and copy of the articles of incorporation of the above referenced corporation.
2. Duly executed registered agent form.
3. Check to cover your fees.

Thank you for your kind attention to this matter.

Very truly yours,



JORGE SANCHEZ-GALARRAGA

JSG:dbd

Enclosures

4/3/96  
TB

**ARTICLES OF INCORPORATION**  
**OF**  
**ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC.**

FILED  
95 MAR 23 PM 12:11  
CLERK OF DISTRICT COURT  
MIAMI, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**Article 1. Name**

The name of this corporation is ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC.

**Article 2. Principal Office**

The principal office and the mailing address of the corporation is:

1071 S.W. 134th Court  
Miami, Florida 33184

**Article 2. Duration**

The period of its duration is perpetual. It shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

**Article 3. Purpose**

The purpose is to engage in any activities or business permitted under the laws of the United States and of the State of Florida.

**Article 4. Capital Stock**

The corporation is authorized to issue One Hundred Fifty (150) shares at Fifty (\$50) Dollars par value.

**Article 5. Initial Registered Office and Agent**

The name and address of the initial registered agent and

office of this corporation is as follows:

Manuel Oscar Arzeno  
1071 S.W. 134th Court  
Miami, Florida 33184

Article 6. Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

Manuel Oscar Arzeno  
1071 S.W. 134th Court  
Miami, Florida 33184

Rafael R. Gonzalez  
7030 West 10th Avenue  
Hialeah, Florida 33014

Article 7. Incorporators

The names and addresses of the Incorporators signing these Articles of Incorporation are:

Manuel Oscar Arzeno  
1071 S.W. 134th Court  
Miami, Florida 33184

Rafael R. Gonzalez  
7030 West 10th Avenue  
Hialeah, Florida 33014

Article 8. Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders

subject to this reservation.

#### Article 9. Pre-emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares), of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### Article 10. Removal of Directors

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of directors.

#### Article 11. Indemnification

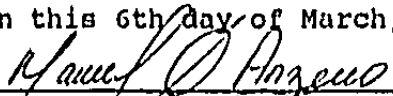
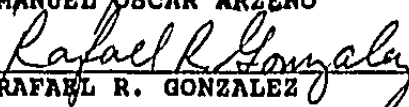
The corporation may be empowered to indemnify any officer or director in the manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

#### Article 12. Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the

Board of Directors and approved at a stockholders meeting by a majority of the shares entitled to vote thereon.


IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 6th day of March, 1996.

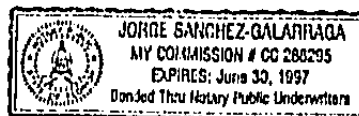
  
\_\_\_\_\_  
MANUEL OSCAR ARZENO  
  
\_\_\_\_\_  
RAFAEL R. GONZALEZ

STATE OF FLORIDA     )  
                              )  
COUNTY OF DADE     )     SS:

The foregoing instrument was acknowledged before me on this 6th day of March, 1996, by MANUEL OSCAR ARZENO and RAFAEL R. GONZALEZ, who are personally known to me.

SWORN TO AND SUBSCRIBED before me on this 6th day of March, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE AND DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted in compliance with said Act:

That ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC.,  
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the Articles of Incorporation  
in the City of Miami, County of Dade, State of Florida, has named  
MANUEL OSCAR ARZENO, located at 1071 S.W. 134th Court, City of  
Miami, County of Dade, State of Florida, as its registered agent  
to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named as Registered Agent to accept service  
of process for the above named Corporation, at the place designated  
in this certificate, I hereby accept to act in this capacity, and  
agree to comply with the provisions of said Act relative to keeping  
said office open.

  
\_\_\_\_\_  
MANUEL OSCAR ARZENO  
Registered Agent

P96000029007

LAZARUS CORPORATE INDUSTRIES, INC.  
Requestor's Name

890 S.W. 87 AVENUE SUITE 16  
Address

MIAMI, FL 33174 (305) 552-5973  
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

400001949204  
-03/17/96--01/09--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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

1. ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00  
☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified Copy  
☐ Certificate of Status

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 checked="" 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

FILED  
96 SEP 18 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
549/18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

September 17, 1996

Lazarus Corporate Industries, Inc.

Tallahassee, FL

**SUBJECT: ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC.**  
Ref. Number: P96000029007

We have received your document for ADVANCED TECHNOLOGY CLINICAL LABORATORY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Since the amendment was adopted by the directors, it needs to be signed by a director. Please list the title of Director along with Secretary under the signature of Rafael Gonzalez.

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) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 896A00043044



ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

ADVANCED TECHNOLOGY  
CLINICAL LABORATORY INC.  
(present name)

FILED  
96 SEP 18 PM 12:32  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)  
ARTICLE II: THE NEW DIRECTORS.

President - MANUEL OSCAR ARZENO 1071 SW 134 COURT.  
MIAMI FL 33184  
V. President - RAFAEL R. GONZALEZ 7030 W 10 AVE.  
HIALEAH, FL 33004  
Secretary - FABIUS ARGENTINA CABRERA 1071 SW 134 COURT  
MIAMI FL 33184

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: 9/16/96

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 16 day of September, 19 96.

Signature x Rafael R. Gonzalez  
(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)

Rafael R. Gonzalez  
Typed or printed name

Secretary / Director  
Title