

P96000033683

KLEIN, HEMMERLE & BURNS

*Attorneys at Law*

1322 N.E. FOURTH AVENUE

SUITE E

FORT LAUDERDALE, FLORIDA 33304

EDWARD KLEIN\*

KENNETH V. HEMMERLE, II

\*RALPH E. BURNS, JR.

\* ALSO LICENSED IN NEW YORK

TELEPHONE (954) 708-9110

TELECOPIER (954) 708-9117

April 11, 1996

800001781218  
-04/16/96--01006--001  
\*\*\*122.50 \*\*\*122.50

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: South Florida Anesthesia Professionals, Inc.

Dear Sir or Madam:

Enclosed please find two sets of Articles of Incorporation of South Florida Anesthesia Professionals, Inc. along with your letter dated April 5, 1996 regarding reservation No. R96000001734.

Please file one and certify the other and return to the undersigned in the enclosed, self-addressed envelope.

Also enclosed, is a check in the amount of \$122.50 made payable to the Secretary of State which represents the filing fees.

If you have any questions, please feel free to contact me.

Sincerely,



Kenneth V. Hemmerle, II

KVH, II/bj

enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 15 PM 12:49

cf 4/18/96



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR 15 PM 12:49

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 5, 1996

MARC A. PULEO, M.D.  
2400 N.E. 44TH COURT  
LIGHTHOUSE POINT, FL 33064

The name SOUTH FLORIDA ANESTHESIA PROFESSIONALS INC. has been reserved for 120 days beginning April 5, 1996. The reservation number is R96000001734 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 696A00015763

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR 15 PM 12:49

ARTICLES OF INCORPORATION  
of

SOUTH FLORIDA ANESTHESIA PROFESSIONALS, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of this Corporation is:

**SOUTH FLORIDA ANESTHESIA PROFESSIONALS, INC.**

**ARTICLE II**  
**DURATION**

The corporation shall have a perpetual existence.

**ARTICLE III**  
**PURPOSE**

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

**ARTICLE IV**  
**CAPITAL STOCK**

The amount of authorized capital stock of this Corporation shall be One Hundred (100) shares of common stock, having a par value of \$1.00 per share.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent office of this corporation shall be:

2400 NE 44th Court  
Lighthouse Point, Florida 33064

and the initial registered agent of the Corporation at such office shall be:

**MARC PULEO**

who upon accepting this designation agrees to comply with the provisions of Section 48.091 Florida Statutes, as amended from time to time, with respect to keeping an office open for the service of process.

**ARTICLE VI**  
**ADDRESS**

The initial street address of the principal office of this Corporation is:

2400 NE 44th Court  
Lighthouse Point, Florida 33064

**ARTICLE VII**  
**DIRECTORS**

The business of this Corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders.

In no event shall the number of Directors be less than one.

The name and address of the members of the First Board of Directors is:

NAME	ADDRESS
MARC PULEO	2400 NE 44th Court Lighthouse Point, Florida 33064

**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

MARC PULEO  
2400 NE 44th Court  
Lighthouse Point, Florida 33064

**ARTICLE IX**  
**OFFICERS**

The officers of this Corporation shall consist of a President, Secretary and Treasurer until such time as the Board of Directors appoints new officers in accordance with the by-laws:

MARC PULEO - President, Secretary and Treasurer

**ARTICLE X**  
**ANNUAL MEETING OF SHAREHOLDERS**

The annual meeting of the shareholders of this Corporation shall be fixed by the by-laws.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on this 11 day of April, 1996.

  
\_\_\_\_\_  
MARC PULEO

STATE OF FLORIDA     )  
                              )SS  
COUNTY OF BROWARD    )

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR 15 PM 12:49

The foregoing Articles of Incorporation of SOUTH FLORIDA  
ANESTHESIA PROFESSIONALS, INC., were acknowledged before me this  
11<sup>th</sup> day of April, 1996 by MARC PULEO, Incorporator.



EDWARD KLEIN  
My Commission CC40034h  
Expires Nov. 03, 1998  
Bonded by HAI  
800-422-1555

Edward Klein  
NOTARY PUBLIC

EDWARD KLEIN  
(Printed Name of Notary)

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for SOUTH  
FLORIDA ANESTHESIA PROFESSIONALS, INC., at the place designated in  
the Articles of Incorporation, MARC PULEO agrees to act in this  
capacity, and agrees to comply with the provisions of Section  
48.091 Fla. Stat.

Dated: 4-11-96

Marc Puleo  
MARC PULEO