

P96000034673

GARBER & CAMPBELL, P.A.
ATTORNEYS AT LAW
SUITE 216
12000 DISCAYNE BOULEVARD
MIAMI, FLORIDA 33181
(305) 895-0420

April 8, 1996

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(904) 487-6052
SENT VIA UPS
Subject: URO-CARE, INC.

40000017742244
-04/09/96--01111--019
***122.50 ***122.50

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above corporation and check in the amount of \$122.50, which includes:

Filing fee - \$35.00
Designation of Registered Agent - \$35.00
Certified Copy - \$52.50

Please fax a confirmation that the Articles have been filed (if possible) to the above fax number. Additionally, please return a certified copy of the Articles of Incorporation to our office at your soonest convenience.

Thank you for your attention to this matter. if you have any questions please call us.

Very truly yours,

GARBER & CAMPBELL, P.A.

By: 
Cherrie F. Campbell

CFC/fm
encl.

Dmc
4/22/96

~~496-8639~~
FILED
96 APR 22 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* Our fax - 305 895-4002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1996

GHERRIE F. CAMPBELL, ESQ.
GARBER & CAMPBELL, P.A.
12000 BISCAYNE BLVD SUITE 216
MIAMI, FL 33181

SUBJECT: URO-CARE, INC.
Ref. Number: W96000008039

We have received your document for URO-CARE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 696A00017289

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

GARBER & CAMPBELL, P.A.
ATTORNEYS AT LAW
SUITE 216
12000 DISCAYNE BOULEVARD
MIAMI, FLORIDA 33181
(305) 895-0420

April 19, 1996

Department of State
Division of Corporations
ATTN: LEE YARBROUGH
409 E. Gaines St.
Tallahassee, FL 32399
(904) 487-6052
SENT VIA UPS
Subject: URO-CARE NETWORK, P.A.

Dear Mr. Yarbrough:

Pursuant to our discussion, enclosed please find the revised Articles of Incorporation (and two (2) copies of the Articles of Incorporation) for the above corporation.

As time is of the essence in this matter (Employer ID needed), I would greatly appreciate if you could fax a confirmation that the Articles have been filed to the above fax number. Additionally, please return a certified copy of the Articles of Incorporation to my office at your soonest convenience.

Thank you for your courteous and prompt attention to this matter. If you have any questions please call us.

Very truly yours,

GARBER & CAMPBELL, P.A.

By: 

Cherrie F. Campbell

CFC/m
encl.

FILED

96 MAR 22 AM 11:06

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
URO-CARE NETWORK, P.A.

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Professional Service Corporation Act, and hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is URO-CARE NETWORK, P.A.

ARTICLE II - DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as set forth in the bylaws.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 Shares of Capital Stock.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Guillermo Vazquez, M.D., 7000 West 97th Avenue, Suite 207, Miami, Florida 33173.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Guillermo Vazquez, M.D., 7000 West 97th Avenue, Suite 207, Miami, Florida 33173.

ARTICLE VI - PURPOSE

This corporation is organized for the following purposes:

1. To engage in the practice of medicine as a professional corporation and to carry on services incident thereto. The practice of medicine is the sole and exclusive professional service to be rendered by this corporation.
2. To own property, enter into contracts, and to carry on business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
3. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom who is duly authorized to practice medicine in the State of Florida.

ARTICLE VII - ADDRESS

The address of the corporation's principal office is P.O. Box 832587, Miami, Florida 33283-2587. The name and address of the initial registered agent of the corporation is Guillermo Vazquez, M.D., 7000 West 97th Avenue, Suite 207, Miami, Florida 33173.

ARTICLE VIII - CORPORATE POWERS

The corporation shall have all rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE IX - DIRECTORS

The corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is five (5), and the names and addresses are as follows:

1. Guillermo Vazquez, M.D., 7000 West 97th Avenue, Suite 207, Miami, Florida 33173.
2. Thomas Cabrera, M.D., 330 Southwest 27th Avenue, Suite 203, Miami, Florida 33135.
3. Leon Herzel, M.D., 330 Southwest 27th Avenue, Suite 503, Miami, Florida 33135.

4. Sergio Rodriguez, M.D., 7500 Southwest 8th Street, Suite 304, Miami, Florida 33144.

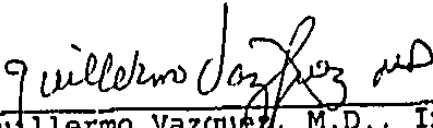
5. Juan Suarez, M.D., 5450 Southwest 8th Street, Suite 204, Coral Gables, Florida 33134.

The initial Directors shall hold office until their successors are elected and qualify as provided in the bylaws. The number of Directors set forth herein and constituting the initial Board of Directors shall be the authorized number of Directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX - BYLAWS

The initial Directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 30 days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws by unanimous vote, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

The undersigned has executed these Articles of Incorporation this 18 day of April, 1996.


Guillermo Vazquez, M.D., Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

FILED

95 APR 22 AM 11:06

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is URO-CARE NETWORK, P.A.
2. The name and address of the registered agent and office is:

Guillermo Vazquez, M.D., 7000 West 97th Avenue, Suite 207, Miami, Florida 33173.

Guillermo Vazquez, M.D., President

Date 4/18/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Guillermo Vazquez, M.D.

Date 4/18/96

P96000034673

9/20/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

2:11 PM

((H96000013237 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)592-9591

NAME: URO-CARE NETWORK, P.A.
AUDIT NUMBER.....H960000132377
DOC TYPE.....DISSOLUTION
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 1
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

FILED
96 SEP 24 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 SEP 24 PM 12:44
DIVISION OF CORPORATIONS

*Corapoldo
Linda*

September 23, 1996

URO-CARE NETWORK, P.A.
P.O. BOX 832587
MIAMI, FL 33283-2587

SUBJECT: URO-CARE NETWORK, P.A.
REF: P96000034673

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

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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. #: H96000013277
Letter Number: 496A00043679

FROM :

TO :

3055989723

1993.02-05

37120

NOV 9 P.02/02

H960000132377

ARTICLES OF DISSOLUTION
OF
URO-CARE NETWORK, P.A.

Pursuant to the provisions of Section 607.1403 of the Florida Statutes, these Articles of Dissolution provide that:

ARTICLE I - NAME

The name of the corporation is


URO-CARE NETWORK, P.A. (the "Corporation")

ARTICLE II - SHAREHOLDER APPROVAL

The dissolution was approved by unanimous consent of the Corporation's shareholders, which is sufficient for dissolution of the Corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized Shareholders and Directors on September 5, 1996.

URO-CARE NETWORK, P.A.


GUILLERMO VAZQUEZ, M.D.
Shareholder and Director

FILED
96 SEP 24 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by: Raul D. Cabrera Esq.
FBN: 869090
4201 S.W. 11th St.
Miami, Fl 33134
(305) 567-1900

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