

P96000043447

P. & S. Medical Equipment Inc.
(Requestor's Name)

9899 N.W. 129 Ave.
(Address)

Hialeah, FL 33014
(City, State, Zip) (Phone #)

OFFICE USE ONLY

000001823500
-05/15/96--01/39--013
*****10.00 *****10.00

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

1. P. And S. Medical Equipment Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

FILED
MAY 15 PM 8:47
SEALING
HALL COUNTY FLORIDA

NEW FILINGS	
<input checked="" 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

MAY 22 1996

BSB

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

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE ONE

NAME

The name of this corporation is: P. AND S. MEDICAL EQUIPMENT
INC.

ARTICLE TWO

NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE

DURATION

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is UPON ACCEPTANCE BY SECRETARY OF STATE.

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96 MAY 15 AM 8:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows: 500 Shares (Five hundred Shares)

- A. Designation. The stock of this corporation shall be known as Common Stock.
- B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is: 7,500 Shares
- C. Capital. The amount of capital with which this corporation shall commence business shall not be less than 500.00
- D. Par Value. Each share of Common Stock shall have the par value of \$ 1.00 Each Shares
- E. Consideration. Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgement of the Board of Directors as to the value of any such consideration shall be conclusive.
- F. Non Assesability. Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- G. Voting Rights. Each share of Common Stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- H. Dividends. Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- I. Liquidation Rights. Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The Street address of the Initial Registered Office of this corporation is 9899 N.W. 129 Ave. Hialeah, Fla. 33016.

and the name of the Initial Registered Agent of this Corporation at that address is PEDRO L. SOSA, 9899 N.W. Ave. Hialeah, Fla. 33016, PRINCIPAL ADDRESS SAME AS RESIDENT AGENT.


ARTICLE SIX

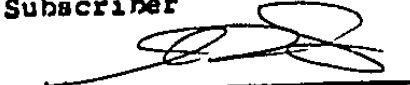
INITIAL BOARD OF DIRECTORS -

This corporation shall have initially 3 Directors. The number of Directors may be either increased or decreased, from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial Director(s) of this corporation is (are):

Pedro L. Sosa
Subscriber


Subscriber


Subscriber


Subscriber


Subscriber

President, Treasurer, Secretary
and Resident Agent

9899 N.W. 129 Ave. Hialeah,
Fla. 33016

BY-LAWS

The power to adopt, amend or repeal By-Laws shall be vested in the Board of Directors, and Shareholders who may designate certain articles which the Board of Directors may not change.

SHAREHOLDER QUORUM AND VOTING

51 % of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51 % of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of the shareholders of this corporation, duly called as provided by law.

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COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

NO REMOVAL OF DIRECTORS

The shareholders of this corporation shall not be entitled to remove, without cause, any director from office during this term.

DIRECTOR QUORUM AND VOTING

A majority _____ of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of _____ 51 _____ % of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of _____ % of the directors present and voting, shall be the act of the Board of Directors.

INDEMNIFICATION

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

AMENDMENT

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 is subject to this reservation.

DIVIDENDS

Dividends may be paid to shareholders (only out of the unreserved and unrestricted earned surplus of the corporation.) Dividends payable in shares of any class may be paid to the holders of shares of any other class.

IN WITNESS WHEREOF, the undersigned subscriber(s)
have executed these articles of incorporation this
16 day of April 1996.-

Pedro L. Sosa  (SEAL)

____ (SEAL)

____ (SEAL)

____ (SEAL)

STATE OF FLORIDA)
COUNTY OF DADE) SS:

Before me, a notary public authorized to take acknowledg-
ments in the state and county set forth above, personally
appeared Pedro L. Sosa

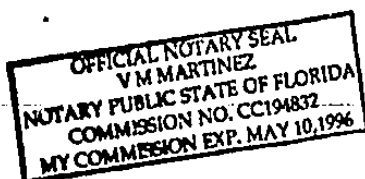
____, known to me and known
by me to be the person(s) who executed the foregoing articles
of incorporation, and he (they) acknowledged before me that
he (they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the state and county aforesaid,
this 16 day of April -1996-~~-----~~


NOTARY PUBLIC

State of Florida, At Large

My commission expires:



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

In pursuance of Chapter 40.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First.- That P.AND S.MEDICAL EQUIPMENT INC.

desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the
articles of incorporation at City of Miami
County of Dade, State of Florida, has named
PEDRO L.SOSA located at
9899 N.W.129 Ave.

City of HTALEAH, County Of Dade
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

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


Resident Agent
Pedro L.Sosa

FILED
MAY 15 AM 8:47
CLERK OF DISTRICT COURT
JULIA M. SHERIDAN, CLERK
STATE OF FLORIDA