

196000051070

Victoria Bennis
6700 Collins Ave
Suite 1111
Miami Beach, FL 33139

Office Use Only

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

1. Bayview Therapeutics of Miami
(Corporation Name) (Document #)

2. Inc.
(Corporation Name) (Document #) 600001861806
-06/14/96--01020--006
***122.50 ***122.50

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

EFFECTIVE DATE

6-11-96

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

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

'JUN 14 1996' BSB

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAYVIEW THERAPEUTICS OF MIAMI INC.

EFFECTIVE DATE

6-11-96

The undersigned subscriber 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 the corporation is

BAYVIEW THERAPEUTICS OF MIAMI INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The initial street address of the principal office of this corporation is to be at 1090 N.E. 79th Street, Miami, FL 33138

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE V - REGISTERED AGENT

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

That BAYVIEW THERAPEUTICS OF MIAMI INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named VICTORIA BARRIOS located at 6700 Collins

Suite 1111, Miami Beach FL 33139 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 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 open said office.

Victoria Barrios

VICTORIA BARRIOS - Registered Agent.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rated share thereof at the price at which it is offered to others.

ARTICLE VIII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX. DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

The name and street address of the initial member of the Board of Directors are:

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TALLAHASSEE, FLORIDA

VICTORIA BARRIOS
Director

6700 Collins Ave., Suite 1111
Miami Beach, Fl 33139

BARBARA GOTLINSKY
Director

1612 Michigan Ave., Apt. 7
Miami Beach, Fl 33139

ARTICLE X OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

VICTORIA BARRIOS
President

6700 Collins Ave., Suite 1111
Miami Beach, Fl 33139

BARBARA GOTLINSKY
Secretary / Treasurer

1612 Michigan ave., Apt. 7
Miami Beach. Fl 33139

ARTICLE XI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

VICTORIA BARRIOS

6700 Collins Ave. Suite 1111
Miami Beach, Fl 33139

ARTICLE XII EFFECTIVE DATE

These Articles of Incorporation shall be effective on

Date of execution and acknowledgment.

ARTICLE XIII AMENDMENT

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida, seal on this _____ day
of _____, 19____.

Victoria Barrios (Seal)
VICTORIA BARRIOS.

STATE OF FLORIDA)

SS

COUNTY OF DADE)

Before me, the undersigned authority, personally appeared
VICTORIA BARRIOS to me well known and known to me to be the
individual described in and first being duly sworn, executed the
foregoing Articles of Incorporation and acknowledged before me that
they executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State
named above this 11 day of June, 19 96.

Cecilia Reyes-Jordan
Notary Public

My Commission Expires:

