

JUL-19-1998 11:27 AM EMPIRE CORPORATE KIT
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE
TALLAHASSEE, FL 32301
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PHONE: (306) 541-9884
FAX: (306) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CARE CENTER OF HOMESTEAD, INC.
FAX AUDIT NUMBER: H90000010067
DATE REQUESTED: 07/19/1998
CERTIFIED COPIES: 1
NUMBER OF PAGES: 7
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DIVISION OF CORPORATIONS

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C. To purchase the corporate assets of any other corporation and engage in the name or other character or business.

D. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or any other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

E. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

ARTICLE III
(CAPITAL STOCK)

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Thousand (1,000) shares of One Dollar (\$1.00) per value, the consideration to be paid for each share shall be One Dollar.

ARTICLE IV
(INITIAL CAPITAL)

The amount of capital with which this Corporation will begin business is not less than ONE THOUSAND DOLLARS AND NO CENTS (\$1,000.00).

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ARTICLE V

Indemnification of Officers and Directors

Every Director and Officer of the Corporation shall be indemnified by the Corporation against all expenses and liability, including attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer, whether or not he is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided however, that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to but not exclusive of all other rights to which such officer or director may be entitled. This obligation shall be funded by directors and officers liability insurance as is reasonably available wherever possible, which insurance shall be an expense of the Corporation.

ARTICLE VI

This Corporation is to exist perpetually.

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ARTICLE VII

The initial post office address of the registered agent of this corporation is: 8005 N.W. 195th Street, Suite B, Miami, Florida 33016 and the name of the initial registered agent of this Corporation is Leonardo F. Drito, P.A. . The address of the corporation is 125 N. E. 8th Street, Suite # 1, Homestead, Florida 33030.

ARTICLE VIII

This Corporation shall have at least one (1) director. The number of directors may be increased or diminished from time to time, by laws adopted by the stockholders.

ARTICLE IX

The name and post office address of the members of the first Board of Directors is:

NAMEADDRESS

David Molina, M.D.

125 N.E. 8th Street
Suite # 1
Homestead, Florida 33030

ARTICLE X
(SUBSCRIBERS)

The name and post office address of the subscriber of these Articles of Incorporation is:

NAMEADDRESS

David Molina, M.D.

125 N.E. 8th Street
Suite # 1
Homestead, Florida 33030

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ARTICLE XI

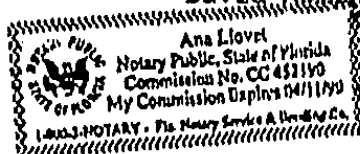
(AMENDMENT)

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 entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

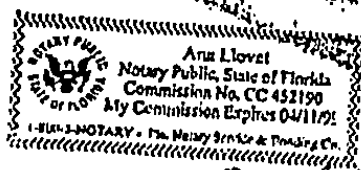
IN WITNESS WHEREOF, the subscribing incorporator has hereto set his hands and seals, and caused these Articles of Incorporation to be executed this 11 day of June, 1996.

David Molina
David Molina, M.D.

STATE OF FLORIDA)
COUNTY OF DADH) SS



BEFORE ME, the undersigned authority, this 17 day of JUNE, 1996, personally appeared David Molina, M.D., known to me to be the person who executed the foregoing Articles of Incorporation of CARE CENTER OF HOMESTEAD, INC. and acknowledged before me that he executed the same for the purposes herein expressed, and who is personally known to me or who has produced known by me as identification, and did not take an oath.



notarized

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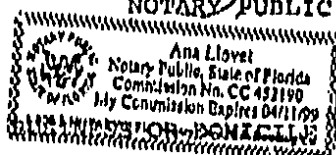
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EMPIRE CORPORATE

P.07/10

WITNESS my hand and official seal at Miami, Dade County,
Florida this 17 day of June, 1996.

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF SERVICE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 40.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST - THAT CARE CENTER OF HOMESTEAD, INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH
IT'S PRINCIPAL PLACE OF BUSINESS AT, COUNTY OF DADE, STATE OF
FLORIDA, HAS NAMED LEONARDO F. BRITO, P.A., OF 8005 N.W. 155TH
STREET, SUITE B, COUNTY OF DADE, STATE OF FLORIDA, 33016, AS IT'S
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

David Molina M.D.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

LEONARDO F. BRITO, P.A.

SIGNATURE:

Leonardo F. Brito
Title: President
Date: 7/17/96

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