

JUL-19-1996 11:59 AM EMPIRE CORPORATE KIT .01/10
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE TALLAHASSEE, FLORIDA
409 F STREET, TALLAHASSEE, FL 32301
FAX: (904) 240-1400 CONTACT: RAY STORMONI
PHONE: (306) 641-3084
FAX: (306) 641-3770
((H90000010067)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CARE CENTER OF HOMESTEAD, INC.
FAX AUDIT NUMBER: H90000010067
DATE REQUESTED: 07/19/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 7
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:27:00
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed per the Fax Audit information contained on this page. Remember to type number on the top and bottom of all pages of the document.
((H90000010067)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND
Help F1 Option Menu F2

NUM Connect: 00:09:4

FILED
96 JUL 19 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUL 19 PM 12:58
DIVISION OF CORPORATIONS

JUL-19-1996 11:59

EMPIRE CORPORATE KIT

ARTICLES OF INCORPORATION
OF
CARE CENTER OF HOMESTEAD, INC.

FILED
SEP 19 1996
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
STATE OF FLORIDA

H96000010057

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 this Corporation is: CARE CENTER OF HOMESTEAD, INC.

ARTICLE II
(NATURE OF BUSINESS)

This Corporation is organized for the purpose of transacting any or all business permitted under the Laws of the United States of America and the Laws of the State of Florida.

A. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and countries.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

H96000010057

This Instrument Prepared by
and Return to :
Leonardo P. Brito, Esq.
Royal Oaks Office Park
8005 N.W. 155th Street
Suite B
Miami, FL 33016
(305) 362-0880
FL BAR NO. 0615730

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).

H96000010057

H96000010057

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.

H96000010057

H96000010057

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:

<u>NAME</u>	<u>ADDRESS</u>
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:

<u>NAME</u>	<u>ADDRESS</u>
David Molina, M.D.	125 N.E. 8th Street Suite # 1 Homestead, Florida 33030

H96000010057

H96000010057

ARTICLE XI

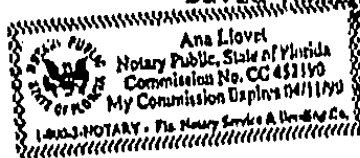
(AMENDMENT)

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.

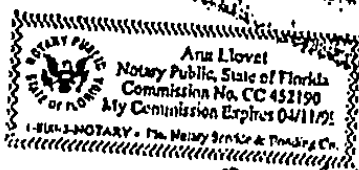
IN WITNESS WHEREOF, the subscribing incorporator has hereto set his hands and seals, and caused these Articles of Incorporation to be executed this 11 day of JUNE, 1996.

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.



Notary Signature

H96000010057

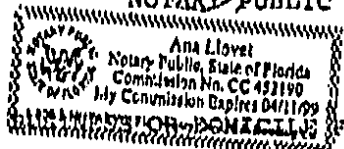
H96000010057

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

Ana Llover

NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF SERVICE FOR THIS 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*

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.
Leonardo F. Brito

Title: President
Date: 7/17/96

FILED
JUL 19 1996
SECRETARY
DADE COUNTY
FLORIDA

H96000010057

H96000010057