

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

NE Physicians Integrated Health  
Systems of Florida, Inc

	O.C. FEE	DISBURSED
Capital Express <sup>SM</sup>		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
O U S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) Pgs.		

SUBTOTALS \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 9/20  
 TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
 BY \_\_\_\_\_

WALK-IN Will Pick Up 9:00 W TAB 9/20

Please remit invoice number with payment  
 TERMS: NET 15 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

95 SEP 20 AM 05:53  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 DIVISION OF CORPORATION

FILED  
 RECEIVED

Articles of Incorporation

of

PHYSICIANS INTEGRATED HEALTH SYSTEMS OF FLORIDA, INC.

a Florida corporation

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1 - Name

The name of the corporation is PHYSICIANS INTEGRATED HEALTH SYSTEMS OF FLORIDA, INC.

Article 2 - Mailing Address and Principal Office

The principal office and mailing address of the corporation shall be:

c/o Law Offices of Raul J. Sanchez de Varona, P.A.  
1333 South Miami Avenue  
Suite 303  
Miami, Florida 33130

Article 3 - Duration and Commencement of Existence

The period of its duration is perpetual and its existence shall commence upon the filing of these articles.

Article 4 - Purpose

The purpose of the corporation is to transact any and all lawful business.

Article 5 - Capital Stock

The corporation is authorized to issue 100,000 shares, no par-value, all of one class.

Article 6 - Initial Registered Agent and Office

The initial registered agent of the corporation shall be Raul J. Sanchez de Varona, with an address of 1333 South Miami Avenue, Suite 100, Miami, Florida 33130. The initial registered office of the corporation shall be 1333 South Miami Avenue, Suite 100, Miami, Florida 33130.

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96 SEP 20 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 7 - Initial Board of Directors

The initial Board of Directors shall consist of two members. The initial directors and their addresses are Raul J. Sanchez de Varona, 1333 South Miami Avenue, Suite 100, Miami, Florida 33130 and Miguel Manresa, 1333 South Miami Avenue, Suite 100, Miami, Florida 33130.

Article 8 - By-Laws

The corporation may adopt its by-laws at such time as determined by the Board of Directors.

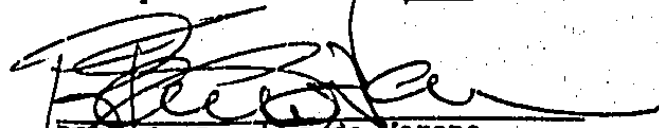
Article 9 - Indemnification

The corporation may indemnify its officers and directors for any acts whatsoever.

Article 10 - Amendment of Articles

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of September, 1996.

  
Raul J. Sanchez de Varona  
Incorporator

Certificate of Registered Agent

of

PHYSICIANS INTEGRATED HEALTH SYSTEMS OF FLORIDA,

a Florida Corporation

Pursuant to Chapter 607 of the Florida Statutes, the following is submitted in compliance with the Act:

That PHYSICIANS INTEGRATED HEALTH SYSTEMS OF FLORIDA, 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, State of Florida, has named Raul J. Sanchez de Varona, of 1333 South Miami Avenue, Suite 100, Miami, Florida 33130, 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, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 9th day of September, 1996.

  
Raul J. Sanchez de Varona

P96000078366

Green & Green  
Attorneys at Law  
DeFuniak Springs, Florida 32433

FILED

96 SEP 19 PM 12:55

September 17, 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Post Office Box 600  
604 Baldwin Ave.  
Phone (904) 882-7210  
Fax (904) 882-2107

W.F. Green (1012 1083)  
William H. Green  
David W. Green

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

200001951992  
-09/19/96--01085--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

I am enclosing herewith Articles of Incorporation for Glendale Trucking, Inc., along with a certificate of designation for registered agent and our check in the amount of \$78.75 to cover the costs of filing fees. Please file the Articles and provide me with a certificate of status at your earliest convenience.

Yours very truly,

  
DAVID W. GREEN

DWG/bb

Enclosures

TH  
9-20-96

**ARTICLES OF INCORPORATION**  
**OF**  
**GLENDAL TRUCKING, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is Glendale Trucking, Inc.

**ARTICLE II - DURATION**

The corporation shall exist perpetually.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any business which may be lawfully conducted in the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office shall be at 921 County Highway 185, DeFuniak Springs, Florida 32433, and the initial registered agent shall be C. Wyndol Laird.

**VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) Directors initially. The number of

Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the Directors of this corporation are:

C. Wyndol Laird  
921 County Highway 185  
DeFuniak Springs, Florida 32433

Becky Laird  
921 County Highway 185  
DeFuniak Springs, Florida 32433

#### **ARTICLE VII - INCORPORATORS**

The names and addresses of the persons signing these articles are:

C. Wyndol Laird  
921 County Highway 185  
DeFuniak Springs, Florida 32433

#### **ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of the corporation shall be 921 County Highway 185, DeFuniak Springs, Florida 32433, and the mailing address of the corporation shall be 921 County Highway 185, DeFuniak Springs, Florida 32433.

#### **ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK**

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those

shares may be offered and sold shall be further specified by the By-Laws or by written agreement among all of the shareholders and this corporation.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation this 16 day of September, A.D. 1996.

C. Wyndol Laird  
C. Wyndol Laird





**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is Glendale Trucking, Inc.
2. The name and address of the registered agent and office is C. Wyndol Laird, 921 County Highway 185, DeFuniak Springs, Florida 32433.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS OF 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.

Name Wyndol Laird

Date 9-16-96

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96 SEP 19 PM 12:55  
SECRET  
STATE OF FLORIDA