96000088786 OPFICE USE ONLY (Document #) \$00001952405--4 -10/31/96--01072--015 ++++122.50 ++++122.50 OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Will wait Mail out Certificate of Status Photocopy **NEW FILINGS** AMENDMENTS Profit Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILNGS QUALIFICATION \$ 122.50 685, 615, 524, w96-20121 Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement

Trademark

Examiner's Initials

Other

CR2E031(9/92)



### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 3, 1996

JOSE PELAYO 13500 N KENDALL DRIVE SUITE 112 MIAMI, FL 33186

SUBJECT: ACCESS CARE NETWORK, INC. Ref. Number: W96000020721

We have received your document for ACCESS CARE NETWORK, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

JOSE PELAYO IS LISTED AS THE INCORPORATOR IN ARTICLE VIII, BUT JULIO J. AYALA'S NAME IS ACKNOWLEDGED ON PAGE 3. THE NAMES MUST BE THE SAME.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 696A00045301

October 17, 1996

Miss Beth Register Corporate Specialist Supervisor Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Letter Number 696A00045301 / Ref. Number W96000020721

In response to your letter dated October 3, 1996, please find enclosed a check payable to the Department of State in the amount of \$ 122. 50.

The correct Articles of Incorporation for Access Care Network, Inc. are also enclosed.

Thank you for your attention to this matter.

Sincerely,

Jose Pelavo

# ARTICLES OF INCORPORATION OF ACCESS CARE NETWORK, INC.



ARTICLE I - NAME

The name of the corporation is ACCESS CARE NETWORK, INC.

#### ARTICLE II - PURPOSE

To carry on all and any lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of the said business and the attainment of any objects incidental to the said business or for the enhancement of the value of the property of the corporation or which shall at any time appear conducive thereto or expedient; to have all the rights, powers and privileges now or hereafter conferred by the laws of the State of Florida or under any act amendatory thereof, supplemental thereto or substituted therefor.

The foregoing clause shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing specific powers shall not be held to limit or restrict in any manner the powers of the Corporation, and are in furtherance of, and in addition to, and not in limitation of the general powers conferred by the laws of the State of Florida.

# ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares	Par Value per	Class of
Authorized	Share	Stock
1, 000	\$.01	Common

#### ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sales 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 prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is, and the name and address of the initial registered agent of this Corporation, is:

NAME ADDRESS

Jose Pelayo 13500 No. Kondall Drive

Ste. 112

Miami, Fl. 33186

#### ARTICLE VI - COMMENCEMENT

This Corporation shall commence on the date on which these Articles are filed with the Secretary of State.

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By- Laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME ADDRESS

Jose Pelayo 13500 No. Kendall Drive

Ste. 112

Miami, Fl. 33186

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME ADDRESS

Jose Pelayo 13500 No. Kendall Drive

Ste. 112

Miami, Fl. 33186

# ARTICLE IX - BY - LAWS

The power to alter, amend or repeal BY - LAWS shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any BY - LAWS adopted by the

shareholders if the shareholders specifically provide that the BY-LAWS is not subject to amendment or repeal by the directors.

#### ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director to the fullest extent permitted by law.

#### ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of October, 1996, and represents that he is familiar with, and accepts, his duties and obligations as registered agent for said corporation

Jose Pelayo Incorporator, Initial and Registered Agent

1 Subscriben

SATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Jose Pelayo, known to me and known personally by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 17th day of October, 1996.

Notary Public State of

Florida at Large

OFFICIAL NOTARY SEAL
ELSA NUNEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291992
MY COMMISSION EXP. JULY 1,1997