

P97000029141

TRANSFERRAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR - 1 AM 10:32

SUBJECT: JLM INVESTMENTS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JORGE L. MARTINEZ CPA  
Name (Printed or typed)

348 TURNSTONE WAY  
Address

ORLANDO, FL 32828  
City, State & Zip

407-677-7372  
Daytime Telephone number

600002115126--5  
03/17/97-01094-002  
\*\*\*\*122.50 \*\*\*\*122.50

NOTE: Please provide the original and one copy of the articles.

W97-6479  
5/1  
4/1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 20, 1997

JORGE L. MARTINEZ CPA  
348 TURNSTONE WAY  
ORLANDO, FL 32828

SUBJECT: JLM INVESTMENTS, INC.  
Ref. Number: W97000006479

We have received your document for JLM INVESTMENTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 397A00014082

ARTICLES OF INCORPORATION

FOR

JLM Investments, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR -1 AM 10:32

=====

The undersigned incorporator to these Articles of Incorporation forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

NAME

The name of this corporation is JLM Investments, Inc. (the "Corporation") and it will be organized as a for profit corporation.

ARTICLE II

TERMS OF EXISTENCE

The date upon which the corporate existence shall commence shall be March 28, 1997 and the Corporation shall have perpetual existence thereafter.

ARTICLE III

NATURE OF BUSINESS

The Corporation is organized for the following purpose:

As an investment holding company, with various investments, but with a primary investment in a medical center in the state of Florida.

## ARTICLE IV

### POWERS

The corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name and in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares of other interests in, or obligation of the United States or of any other government, state, territory, governmental district, or municipality or for any instrumentality thereof.
- (h) To make contracts and guarantee and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and later bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs for the Corporation.

(m) To make donations for the public welfare or for the charitable, scientific, or educational purposes.

(n) To transact any lawful business which its Board of Directors shall find will be in aid of governmental policies.

(o) To pay pensions and establish pension plans, profit sharing plans, stock plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiary.

(p) To be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purpose.

## ARTICLE V

### CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of \$.10 par value common stock, which shall be designated common shares. The common stock of the Corporation shall qualify as Small Business Company Stock pursuant to Section 1244 of the Internal Revenue Code.

## ARTICLE VI

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and principal office of the Corporation is 348 Turnstone Way, Orlando, FL 32828, and the name of its initial registered agent at such address is Jorge L. Martinez, CPA.

## ARTICLE VII

### BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and street address of the initial directors of the Corporation, whom shall serve until their successors are duly elected and qualified is:

NAME	ADDRESS
Jorge L. Martinez, CPA	348 Turnstone Way Orlando, FL 32828

Miguel A. Martinez, M.D.

8432 Lost Lake Drive

Orlando, FL 32817

#### ARTICLE VIII

##### INCORPORATOR

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

##### NAME

##### ADDRESS

Jorge L. Martinez, CPA

1035 S. Semoran Blvd., Suite 1011

Winter Park, FL 32792

#### ARTICLE IX

##### SPECIAL PROVISION

The power to adopt, alter, amend, or repeal the Bylaws of the Corporation shall be vested in the Board of Directors of the Corporation.

#### ARTICLE X

##### INDEMNIFICATION

The Corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

#### ARTICLE XI

##### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII

OFFICERS OF THE CORPORATION

The initial officers of the Corporation shall consist of the following four persons:

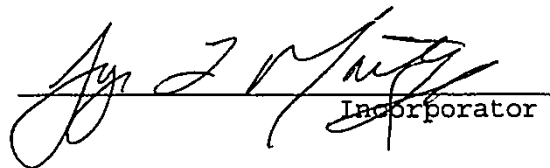
Jorge L. Martinez, CPA	President
Miguel A. Martinez, M.D.	Vice-President
Migdalia P. Martinez	Secretary
Jorge L. Martinez, CPA	Treasurer

ARTICLE XIII

CUMULATIVE VOTING

There shall be cumulative voting for the Board of Directors of the Corporation.

The undersigned incorporator has executed these Articles this 28h day of March, 1997.

  
Incorporator



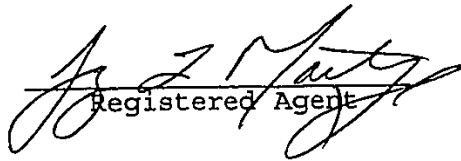
\*\*\*\*\*

ACCEPTED BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated corporation, at the place designated herein, 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.

Dated:

3-28-97

  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR - 1 AM 10:32