

797000036749

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 \$ _____

FILED
97 APR 24 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.M. APR 24 1997

REQUEST TAKEN CONFIRMED APPROVED
DATE 4/24/97
TIME 8:45
BY ON CK No. _____

WALK-IN
Will Pick Up _____

RE: Children's Healthcare
of Palmetto Bay, Inc.

C.C. FEE. DISBURSED

Capital Express™
Art. of Inc. File _____
Corp. Record Search _____
Ltd. Partnership File _____
Foreign Corp. File _____
1 Gen. Copy(s) Photo _____
Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S _____
Fictitious Name File _____
Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____
200002153292--2
Corporate Kit -04/24/97-01011-013
Vehicle Search *****70.00 *****70.00
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

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....
RECEIVED
97 APR 24 6:59 PM
DIVISION OF CORPORATIONS

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
CHILDREN'S HEALTHCARE OF PALMETTO BAY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Children's Healthcare of Palmetto Bay, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all lawful business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of common capital stock with a par value of \$0.001.

ARTICLE V. INDEMNIFICATION

This corporation shall indemnify any officer director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VI. PRINCIPAL OFFICE

The address of this corporation's principal office shall be: 8676 Griffin Road, Fort Lauderdale, Florida 33328.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 8676 Griffin Road, Fort Lauderdale, Florida 33328.


The name of the individual who shall serve as this corporation's initial registered agent at that address is: Eugene P. Samuels.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Eugene P. Samuels, 8676 Griffin Road, Fort Lauderdale, Florida 33328.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any right conferred upon the shareholders shall be subject to this reservation.



Eugene P. Samuels, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby accept my designation as registered agent and agree to serve as the registered agent of Children's Healthcare of Palmetto Bay, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Children's Healthcare of Palmetto Bay, Inc.



Eugene P. Samuels - Registered Agent


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State Of Florida

SS:

County of Broward

On this 22nd day of April, 1997, Eugene P. Samuels, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida Driver's License as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Children's Healthcare of Palmetto Bay, Inc.


Notary Public



SUSAN A. SANTANELLO
My Commission CC443000
Expires Mar 02, 1999
Bonded by HAI
800-422-1555

Commission Expiration Date & Commission Number:

(SEAL)