

P97000040210

Requester's Name

JOSE A. PELAYO  
1115 JORDAN WAY  
CORRAL STARKES FL 33134

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
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- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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CLERK OF STATE  
OFFICE OF CORPORATIONS  
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RS/7/97

ARTICLES OF INCORPORATION  
OF

MEDICAL ACCESS NETWORK INC.

I, Gerardo Manzano the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

MEDICAL ACCESS NETWORK, INC.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporation may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 500 shares of common stock having a par value of \$1.00 par share. The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued. The capital authorizes, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES AUTHORIZED	500	JOSE A. PELAYO	250 SHARES
PAR VALUE PER SHARE	\$1.00	RON JOHNSON	250 SHARES
CLASS OF STOCK	COMMON		

#### ARTICLE IV

##### TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law. The Corporation shall commence its existence as of MAY 1, 1997 the date of subscription and acknowledgment of these Articles, pursuant to Section 607.167 (1), Florida Statutes.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida shall be:

1110 CORAL WAY  
CORAL GABLES, FLORIDA 33134

The name of the initial registered agent of this Corporation at that address shall be:

JOSE A. PELAYO

#### ARTICLE VI

##### ADDRESS OF PRINCIPAL BUSINESS OFFICE

The initial street address of the principal business office of the Corporation in the State of Florida shall be:

1110 CORAL WAY  
CORAL GABLES, FLORIDA 33134

The Board of Directors may from time to time move the principal business office to any other address in Florida and may establish branch and other offices within or without the State of Florida.

ARTICLE VII

BOARD OF DIRECTORS

The Corporation shall be managed by the Board of Directors, which shall have 2 director initially. The number of directors may increase or decrease by the stockholders from time to time as provided in the by-laws of the Corporation.

ARTICLE VIII

DIRECTORS NAME AND STREET ADDRESS

The name(s) and address(s) of the member(s) of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
JOSE A. PELAYO, PRESIDENT	1110 CORAL WAY CORAL GABLES, FLORIDA 33134
RON JOHNSON, CEO	1110 CORAL WAY CORAL GABLES FLORIDA 33134

ARTICLE IX

INCORPORATOR

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

JOSE A. PELAYO  
1110 CORAL WAY  
CORAL GABLES, FLORIDA 33134

## ARTICLE X

### SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable condition by way of security upon the issued of new certificates therefor.

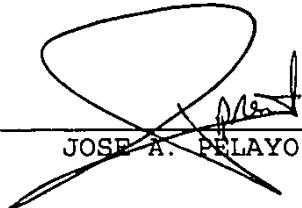
3. In addition to other powers granted by these Articles of Incorporation and by law, the Corporation shall have power to adapt by-laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the same, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however shall the by-laws which may the powers or right of the Corporation provided by law and by these Articles of Incorporation.

4. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

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

6. Shareholders shall not have a preemptive right to purchase or subscribe for any stock of any class that the Corporation may issue or sell (or any corporate obligations convertible into any such stock), whether such issuance is in consideration for services rendered, cash or other property.

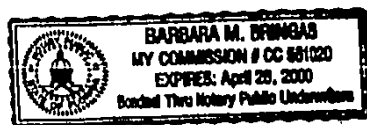
IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Florida for uses and purposes aforesaid, this 1 day of MAY 1997.

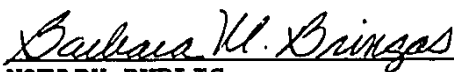
  
\_\_\_\_\_  
JOSE A. PELAYO

STATE OF FLORIDA    )  
                              : ss  
COUNTY OF DADE    )

BEFORE ME, the undersigned authority, personally appeared JOSE A. PELAYO, who is well known to be the person who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida this 1 day of MAY\_1997.



  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: 4/28/2000

DESIGNATION AND ACCEPTANCE

OF

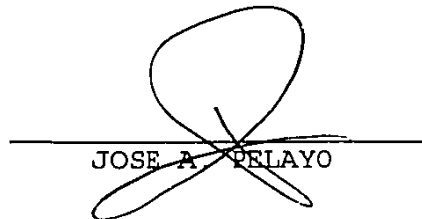
REGISTERED AGENT

JOSE A PELAYO

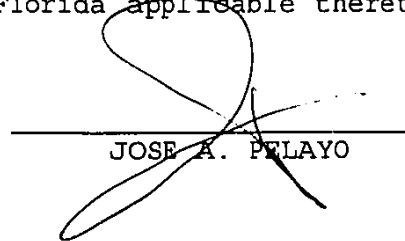
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DIVISION OF CORPORATIONS

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In pursuance of Section 48.091 and Chapter 607, Florida Statutes, JOSE A. PELAYO, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1110 CORAL WAY CORAL GABLES, FLORIDA. 33134 has named JOSE A. PELAYO, located thereat, as its registered agent to accept to service of process within this State.

  
JOSE A. PELAYO

Having been named as registered agent to accept services of process for the above-stated corporation, at the location designed herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

  
JOSE A. PELAYO