

P97000046815

April 1 , 1997

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-04/11/97--01070--012  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32301

**EFFECTIVE DATE**  
5-22-97

Re: Sheridan Hills Laser & Cosmetic Surgery Center, Inc.

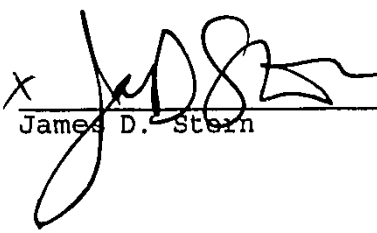
Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above captioned Corporation. I am enclosing my check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.50
Certified Copy of Articles of Incorporation	52.00
Designation of Resident Agent	35.00

Also enclosed herein is a Certificate designating Place of Business and Agent. Please return a certified copy of the Articles of Incorporation at your earliest opportunity.

Thank you for your cooperation in this matter.

x   
James D. Stern

FILED  
97 MAY 28 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MA 5/28/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 14, 1997

JAMES D. STERN  
6696 WILLOW WOOD DRIVE #1703  
BOCA RATON, FL 33434

SUBJECT: SHERIDAN HILLS LASER & COSMETIC SURGERY CENTER, INC.  
Ref. Number: W97000008580

We have received your document for SHERIDAN HILLS LASER & COSMETIC SURGERY CENTER, 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) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 797A00018640

**ARTICLES OF INCORPORATION**

OF

**EFFECTIVE DATE**5.22.97**ARTICLE I - NAME**

The name of this corporation is Sheridan Hills Laser & Cosmetic Surgery Center, Inc.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

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

SECRETARY OF STATE  
JANUARY 28 AM 10:43  
TALLAHASSEE, FLORIDA

FILED

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

The street address of the initial registered office of this corporation is 6696 Willow Wood Drive, #1703, Boca Raton, FL 33434 and the name of the initial registered agent of this corporation is James D. Stern.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: James D. Stern, 6696 Willow Wood Drive, #1703, Boca Raton, FL 33434.

**ARTICLE VIII - CORPORATE MAILING ADDRESS**

The principal mailing address of the corporation is: 6696 Willow Wood Drive, #1703, Boca Raton, FL 33434.

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles is: James D. Stern, 6696 Willow Wood Drive, #1703, Boca Raton, FL 33434.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders

In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of May 1997.

  
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James P. Stern

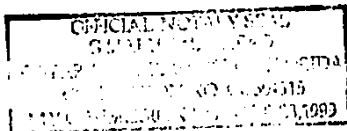
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 22nd day of May 1997, who is personally known to me or who has produced personally as identification and who did not take an oath.

My Commission Expires:

  
Notary Public



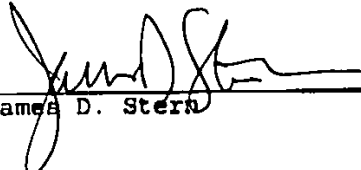
CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said act:

FIRST: That Sheridan Hills Laser & Cosmetic Surgery Center, Inc., a corporation, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation in the City of Boca Raton, FL, County of Palm Beach, State of Florida, has named James D. Stern, who is located at 6696 Willow Wood Drive, #1703, Boca Raton, FL 33434 as its Registered Agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
James D. Stern

**FILED**  
**97 MAY 28 AM 10:43**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA