

# P97000046955

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATE...

97 MAY 27 PM 1:28

SLEEP CENTER

JOE



**North Broward  
Medical Center**

201 East Sample Road  
Pompano Beach, FL 33064

ne #

Office Use Only

CORPC

DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

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

500002192185--8  
-05/27/97--01138--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

500002192185--8  
-05/27/97--01138--019  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

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

**ARTICLES OF INCORPORATION**

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**ARTICLE I - NAME**

THE NAME OF THE CORPORATION IS: ***RESPIRATORY THERAPY SERVICES & EDUCATION, INC.***

**ARTICLE II - DURATION**

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE COMMENCING ON THE DATE OF THIS FILING OF THESE ARTICLES WITH THE DEPARTMENT OF STATE.

**ARTICLE III - PURPOSE**

THIS ORGANIZATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS.

**ARTICLE IV - CAPITAL STOCK**

THIS CORPORATION IS AUTHORIZED TO ISSUE 500 SHARES OF \$1.00 PAR VALUE COMMON STOCK WHICH SHALL BE DESIGNATED AS "COMMON SHARES".

**ARTICLE V - PRE-EMPTIVE RIGHTS**

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

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

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 1324 AVON LANE, SUITE 1128, NORTH LAUDERDALE, FLORIDA.

33068 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS H. JOSEPH ANDERSON.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

THIS CORPORATION SHALL INITIALLY HAVE ONE (1) DIRECTOR(S) TO HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF STOCKHOLDERS AND THEIR SUCCESSORS SHALL HAVE BEEN DULY ELECTED AND QUALIFIED, OR UNTIL THEIR EARLIER RESIGNATION, REMOVAL FROM OFFICE OR DEATH. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION. THE NAMES AND ADDRESSES OF THE INITIAL DIRECTOR(S) ARE:

H. JOSEPH ANDERSON  
1324 AVON LANE  
SUITE 1128  
NORTH LAUDERDALE, FL 33068

#### **ARTICLE VIII - INCORPORATOR**

THE NAME AND ADDRESS OF THE INCORPORATOR SIGNING THESE ARTICLES IS:

H. JOSEPH ANDERSON  
1324 AVON LANE  
SUITE 1128  
NORTH LAUDERDALE, FL 33068  
BROWARD COUNTY

#### **ARTICLE IX - INDEMNIFICATION**

THE CORPORATION SHALL INDEMNIFY ANY OFFICER, DIRECTOR OR EMPLOYEE, OR ANY FORMER OFFICER, DIRECTOR OR EMPLOYEE, TO THE FULL EXTENT OF THE LAW.

#### **ARTICLE X - AMENDMENT**

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY

PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION ON THE DATE OF SIGNING:

DATE: 4-29-97

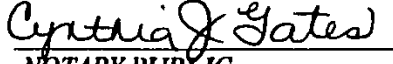
  
H. JOSEPH ANDERSON

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED H. JOSEPH ANDERSON KNOWN TO BE AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FORGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THOSE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL STAMP OR SEAL IN THE STATE AND COUNTY AFORESAID. THIS 29 DAY OF APRIL, 1997.



  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES: 1-12-2000

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR SERVICES OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:


FIRST THAT **RESPIRATORY THERAPY SERVICES & EDUCATION, INC.**, DESIRING  
TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS  
NAMED H. JOSEPH ANDERSON LOCATED AT 1324 AVON LANE, SUITE 1128, NORTH  
LAUDERDALE, FLORIDA, 33068 AS ITS AGENT TO ACCEPT SERVICES OF PROCESS  
WITHIN FLORIDA.

DATED: 4-29-97

  
H. JOSEPH ANDERSON, INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
PERFORMANCE OF MY DUTIES.

DATED: 4-29-97

  
H. JOSEPH ANDERSON  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
27 MAY 27 PM 1:29