

P97000051475

THIS CHECK IS GUARANTEED FOR PAYMENT ON THE FOLLOWING ACCOUNT

FOR	
JAY'S	
INFUSION	
ON	

JAY'S DRUGS, INC.
1498 NW 54TH STREET
MIAMI, FL 33142

5/5 1997 \$ 122.50

PAY TO THE ORDER OF SECRETARY OF STATE \$ 122.50

FIRST UNION First Union National Bank of Florida
Miami, Florida
24 Hour Information Service
1-800-735-1012

35576

83-643/670
00248

035576 106700643212624804301020

Jay's infusion & Health Care Co.

900002209589--8
-06/11/97--01130--001
****122.50 ****122.50

~~W97-11975~~
DMC
5/21/97

(624)

FILED
97 JUN 10 PM 12:38
STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 21, 1997

GERALD STONE
JAY'S DRUGS, INC.
1498 NW 54TH STREET
MIAMI, FL 33142

SUBJECT: JAY'S INFUSION & HEALTH CARE CO.
Ref. Number: W97000011975

We have received your document for JAY'S INFUSION & HEALTH CARE CO. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The date of subscription and the notary acknowledgment date must be consistent in order to acknowledge an effective date as stated in Article IV.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 497A00027623



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

GERALD STONE
JAY'S DRUGS, INC.
1498 NW 54TH STREET
MIAMI, FL 33142

SUBJECT: JAY'S INFUSION & HEALTH CARE CO.
Ref. Number: W97000011975

We have received your document for JAY'S INFUSION & HEALTH CARE CO. 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 document must include original signatures.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 097A00029417

FILED

97 JUN 10 PM 12:38

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAY'S INFUSION + HEALTH CARE CO.

We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of the corporation shall be JAY'S INFUSION + HEALTH CARE CO.

ARTICLE II

The general nature of the business and the object and purposes proposed to be transacted and carried on are to be engaged in are any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows. 100 shares at \$.01 par value.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to the law and said corporation's existence shall commence on the date of subscription and acknowledgment of this Certificate of Incorporation.

ARTICLE V

The initial street address of said corporation shall be at 1498 N.W. 54 ST. MIAMI FL 33142

ARTICLE VI

The number of directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have two (2) Directors.

ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At no time shall the corporation be managed by the stockholders unless there is at least one (1) stockholder.

ARTICLE VIII

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

ARTICLE IX

The name and addresses of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected shall be:

NAMES	ADDRESSES	OFFICE
GERALD STONE	1498 N.W. 54 ST.	MIAMI FL 33142
IRA STERN	1498 N.W. 54 ST.	MIAMI FL 33142

ARTICLE X

These Articles may be amended, when approved by a majority of the Directors and stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns, against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they be reason of being or having been directors or officers, except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under the law, or by-law, agreement, vote of stockholders, or otherwise.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

ARTICLE XI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is GERALD STONE
whose address is 1498 NW 54 ST. MIAMI FL 33142.

ARTICLE XII

The Registered Agent to accept service of process within this State for said corporation shall be: GERALD STONE whose address is 1498 NW 54 ST. MIAMI FL 33142.

Having been named to accept service of process for the above stated corporation at the place designated, herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said

Act to keeping open said office.

Gerald B. Stone

Registered Agent

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinabove named and the incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 15 day of MAY, 1997.

Gerald A. Stone
Incorporator Gerald B. Stone

STATE OF FLORIDA:
COUNTY OF DADE

BEFORE ME the undersigned authority personally appeared, GERALD STONE, Incorporator to me well known and known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that he executed the same for the purposes therein expressed.

☒ personally known or
☐ produced _____ as identification

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at 1490 NW 55th Ave, Miami, Florida on this 15th day of MAY, 1997.

Reatha M. Pusey
Notary Public, State of Florida

