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997000061210

Charter Number Only

710197 MARGY.

HUGO DORTA

Requestor's Name 501 Brickell Key Dr. #300

Address MIAMI FL 33131

City State ZIP Phone

377-2100H

VALIDATION ONLY

FILED 97 JUL 15 AM 11:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA

900002228739--6 -07/02/97--01036--019 ***122.50 ***122.50

CORPORATION(S) NAME

TLC

The Medical Center, Inc.

- Profit
- NonProfit
- Foreign
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 2, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: THE MEDICAL CENTER, INC.
Ref. Number: W97000015417

We have received your document for THE MEDICAL 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 897A00034720

DIVISION OF CORPORATIONS

97 JUL 15 AM 10:10

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ARTICLES OF INCORPORATION

OF
TLC Medical Center, Inc.

FILED
97 JUL 15 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, the natural persons which are competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF THE CORPORATION

The name of this corporation shall be:

TLC Medical Center, Inc.

ARTICLE II
PURPOSES/NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: Any activity and/or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK OF CORPORATION

The maximum number of shares that this corporation is to have outstanding at any one time is One Hundred (100) shares of common stock, having no par value per share. The amount to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than One Dollar (\$1.00). In all events, the corporation may be paid in dollars, goods or services.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than Ten Dollars (\$10.00).

ARTICLE VI
ADDRESS OF CORPORATION

The initial address of the principal place of business of this corporation in the State of Florida is:

TLC Medical Center, Inc.
330 S.W. 27th AVENUE, SUITE 407
MIAMI, FLORIDA 33145

The Board of Directors may from time to time move the principal office(s) and/or principal place of business to any other address.

ARTICLE VII
SUBSCRIBER(S) OF THE CORPORATION

The name and street address of the subscriber(s) of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
1. JULIO ABREU	330 S.W. 27 th AVENUE SUITE 407 MIAMI, FLORIDA 33145

ARTICLE VIII
DIRECTOR(S) OF THE CORPORATION

This corporation shall have not less than one director. The names and street addresses of the first members of the Board of Directors of this corporation, who, subject to this Articles of Incorporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, is/are:

<u>NAME</u>	<u>ADDRESS</u>
1. JULIO ABREU	330 S.W. 27 th AVENUE SUITE 407 MIAMI, FLORIDA 33145

ARTICLE IX
AUTHORITY OF DIRECTOR(S)

The first member(s) of the Board of Directors, of this corporation, shall be JULIO ABREU, acting in the capacity as Director of the corporation, and shall have the power and authority to sign and execute any: contract(s), agreement(s), pledge(s), draft(s) and/or any instrument(s) with such third-parties to obligate and compel TLC Medical Center, Inc. to perform according to the terms and conditions of such agreement.

ARTICLE X
INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine the time, place, manner, under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right to inspect any account, book or documents of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the Board of Directors.

ARTICLE XI
INDEMNIFICATION OF OFFICER(S) AND/OR DIRECTOR(S)

Every Officer and Director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including but not limited to, attorneys' fees, court costs and expenses reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been an Officer or Director of the corporation; and whether or not he/she is an Officer or Director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such Officer(s) may be entitled.

ARTICLE XII
AMENDMENT(S) AND/OR MODIFICATION(S)

These Articles of Incorporation may be amended, modified and/or changed in the manner provided for in the By-Laws of this corporation.

ARTICLE XIII
REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the said is corporation shall be the following and the registered office shall be located at:

HUGO E. DORTA, P.A.,
Attorneys & Counselors At Law
501 Brickell Key Drive, 3rd Floor
Miami, Florida 33131
Attention: Hugo E. Dorta, Esquire

or such other place as the Board of Directors shall from time to time designate, with appropriate notice being given to the Secretary of State.

IN WITNESS WHEREOF, I have set our hands/seals at Miami, Dade
County, Florida this 30th day of JUNE, 1997.

Julio Abreu

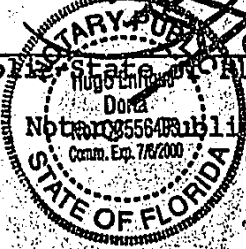
JULIO ABREU, Subscriber

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to
administer oaths and take acknowledgments, personally appeared
JULIO ABREU
who acknowledges to having executed the foregoing instrument
() who is personally known to me and/or () who has produced
as identification
and who did take an oath.

Witness my hand and seal in the County and State last
aforesaid this 30th day of JUNE, 1997.

(Sign) _____
Notary Public, State of Florida
Dora
(Affix Notary Public's Seal)



ACKNOWLEDGMENT OF
ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act in the capacity of registered agent and to accept the service of process for the above-stated corporation at the place designated in the Articles of Incorporation. The undersigned further agrees to fully comply with the provisions of all applicable statutes and laws of the State of Florida relating to the proper and complete discharge of its duties.

(Sign)



Registered Agent

Print Name: HUGO E. DORTA

FILED
97 JUL 15 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared
HUGO E. DORTA

who acknowledges to having executed the foregoing instrument
() who is personally known to me and/or () who has produced
as identification
and who did take an oath.

Witness my hand and seal in the County and State last
aforesaid this 30th day of JUNE, 1997.

(Sign) 
Notary Public-State of Florida

(Affix Notary Public's Seal)

OFFICIAL NOTARY SEAL
ABDULIA RODRIGUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC373566
MY COMMISSION EXP. MAY 12, 1998

NOTARY SEAL
ABDULIA RODRIGUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC373566
COMMISSION EXP. MAY 12, 1998