# MARIELA M. FRASER Requestor's Name 275 Danian Bay D. Address City/State/Zim Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time **U** Walk in Certified Copy Photocopy Mail out Will wait Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent **Domestication** Dissolution/Withdrawal Other Мстдст REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other D. MEDICTER JUL 3 1 1997

Examiner's Initials

CR2E031(1/95)

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

OF

# F M E ENTERPRISES, INC.

The undersigned hereby associate together for the purpose of becoming a corporation under the laws of the State of Florida by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of corporations for profit.

#### ARTICLE ONE

This corporation is organized and incorporated under Chapter 607, F.S.A.

#### ARTICLE TWO

The name of this corporation shall be: F M E ENTERPRISES, INC. with its primary office located at: c/o San Marco Medical Center, 1443 San Marco Boulevard, 2nd Floor, Jacksonville, Florida 32207.

#### ARTICLE THREE

This corporation shall commence its existence on the date that the charter is issued by the Department of State, of the State of Florida, and is to have perpetual existence.

#### ARTICLE FOUR

The general purpose for which this corporation is initially organized is:

- 1. To engage in any and all business.
- In addition, this corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated pursuant to Chapter 607, F.S.A.

# ARTICLE FIVE

The maximum number of shares of common stock with no par value that this corporation is authorized to have outstanding at one time is 100 shares.

### ARTICLE SIX

The shareholders of this corporation are hereby granted preemptive rights and every shareholders 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 this pro-rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

## ARTICLE SEVEN

The name and address of the initial Registered Agent of the corporation is:

MARIELA M. FRASER 2675 Bantry Bay Dr. Tallahassee, Fl 32308

# ARTICLE EIGHT

The number of Directors comprising and constituting the initial Board of Directors is three.

The number of Directors may be either increased or decreased from time to time by the by-laws, but shall never be less than two.

The names and addresses of the initial Directors of the corporation are:

FREDERICK KUNEN
San Marco Medical Center
1443 San Marco Blvd., 2nd Floor
Jacksonville, Florida 32207

MAGGIE SARLABOUS
San Marco Medical Center
1443 San Marco Blvd., 2nd Floor
Jacksonville, Florida 32207

ELISEO E. MARTINEZ
San Marco Medical Center
1443 San Marco Blvd., 2nd Floor
Jacksonville, Florida 32207

The shareholders of this corporation are hereby authorized to act in place of a Board of Directors, as authorized by statute.

#### ARTICLE NINE

The name and address of the incorporator is:

MARIELA M. FRASER 2675 Bantry Bay Dr. Tallahassee, Fl 32308

#### ARTICLE TEN

This corporation may adopt by-laws or dispense with same by a majority vote of the outstanding shares as voted by the shareholders.

Members of the Board of Directors or the Executive Committee, if any, shall be deemed present at a meeting of such Board or Committee, if a conference telephone, or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

The corporation may confer powers, limitations of the powers and regulate the powers of the corporation, the Directors, and the stockholders of all classes, including but not limited to provisions governing the issuance of stock certificate to replace lost or destroyed certificates. The foregoing powers and limitations may be incorporated in the corporation's by-laws, or placed in the corporate minutes after authorization by a majority vote of the outstanding shares.

The corporation, as designated from time to time by the Board of Directors, or its shareholders acting in place of a Board of Directors if there be no Board of Directors, shall have

the power to hold its respective Director's meeting and/or shareholder's meeting outside the State of Florida and to keep its books (subject to statutory provisions) outside the State of Florida.

The corporation, if it so provides in its minutes or its bylaws has the right and power to determine the time, place, conditions, and regulation pertaining to inspection of its accounts and books (other than the stockbook) by the stockholder shall have the right to inspect any account, book of documents of this corporation except such right as conferred by statute, or unless authorized by a resolution of the stockholders or the Board of Directors.

I, THE UNDERSIGNED, the incorporator herein above named, for the purpose of forming a corporation for profit to do business, both within and without the State of Forida pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 31st day of July, 1997.

Janua M. Fraser Mariela M. Fraser

STATE OF FLORIDA )

COUNTY OF LEON )

BE IT REMEMBERED that on this day, July 31st, 1997 personally came before me, a Notary Public for the State of Florida, Mariela M. Fraser, to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged, that same person signed as the person's free act and deed the foregoing document and declared that the statements herein contained are true to the person's best knowledge and belief.

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SECRE PART OF STATE
TALLAHASSUE, FLORIDA

WITNESS my hand and official seal in the County and State above written, this 31st day of July, 1997.

MY COMMISSION EXPIRES #CC 338444

##CC 338444

##CC 338444

## DESIGNATIONS OF REGISTERED AGENT

F M E Enterprises, Inc., pursuant to this Articles of Incorporation filed of even date herewith, and in accordance to Florida Statutes hereby designate Mariela M. Fraser as its Registered Agent upon whom process may be served at 2675 Bantry Bay Drive, Tallahassee, Florida 32308.

## ACKNOWLEDGEMENT

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida laws relative to keeping the designated office open.

MARIELA M. FRASER REGISTERED AGENT