

AUG 12 '97 02:44PM RUIZ&COMPANY

P.1/4

P970000069851

SUB-ACCOUNT NUMBER:  
METHOD OF DELIVERY: F  
FAX PHONE NUMBER: (305)828-6855  
MAILING NAME/ADDRESS: RUIZ & CO., INC.  
1665 WEST 68TH STREET  
SUITE 206  
HIALEAH

FL 33014-0000 US

CERTIFICATE(S) REQUESTED: YES  
ESTIMATED CHARGES: \$78.75

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

8/12/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

3:37

((H97000013239 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: RUIZ & CO., INC.  
CONTACT: OSCAR W RUIZ  
PHONE: (305)828-1277

ACCT#: 110116001462

FAX #: (305)828-6855

NAME: UNITED HEALTH CARE SOUTH, INC.  
AUDIT NUMBER.....H97000013239  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 3  
CERT. COPIES.....0 DEL.METHOD.. FAX  
EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

8/12/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC PROCESSING MENU

3:37

1. ENTER PASSWORD
2. REQUEST COR ELECTRONIC FILING
3. REQUEST COR ELECTRONIC CERTIFICATE
4. ALTER DEFAULTS FOR THIS SESSION
5. RESTORE ORIGINAL DEFAULTS
6. COR ELECTRONIC FILING INQUIRY MENU
7. UCC ELECTRONIC FILING MENU
8. PARTNERSHIP ELECTRONIC FILING MENU
9. RETURN TO MAIN MENU

--KEY--  
PASSWORD/NEWPASSWORD  
DOCUMENT TYPE  
CORPORATE DOCUMENT NUMBER  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*  
\*\*\* NO KEY \*\*\*

--- CURRENT DEFAULTS ---

ACCOUNT NAME: 110116001462  
SUB ACCOUNT:

AVAILABLE BALANCE: \$12.

4

Bm 8/13/97

Aud# H97000013239-3

**ARTICLES OF INCORPORATION  
OF  
UNITED HEALTH CARE SOUTH, INC.**

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: **UNITED HEALTH CARE SOUTH, INC.**  
The principal place of business of this corporation shall be: 7223 Coral Way  
Miami, Florida 33155

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, country, territory or nation.

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: (1000) ONE THOUSAND @ \$ .10 par value per share.

In the event that any shareholder desires to sell any part of their holdings to an individual not a signatory to this instrument, shall obtain such bona fide offers as they may desire, and report the offers in writing to the secretary, shall mark the offer which they desire to accept. The secretary shall then notify all of the signatories of the proposed offer, and any signatory shall be entitled to a right of first refusal to purchase the shares on the same terms as the accepted offer within 60 Days.

**ARTICLE IV TERM OF EXISTENCE**

This Corporation is to exist perpetually.

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Prepared by: Ruiz & Co., P.A.  
1665 W. 68 Street, Ste#206  
Hialeah, Florida 33014  
(305) 828-1277

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## ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

RAQUEL L. MEDINA  
7223 Coral Way  
Miami, Florida 33155

## ARTICLE VI AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the shareholders herein are subject to this reservation.


## ARTICLE VIII INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of incorporation is (are):

Raquel L. Medina  
7223 Coral Way  
Miami, Florida 33155

IN WITNESS WHEREOF, the undersigned Incorporator(s) has (have) executed these Articles of Incorporation this 11th, day of August, 1997.

Signature(s) of Incorporator(s)

  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_


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# **CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **UNITED HEALTH CARE SOUTH, INC.**
2. The name and address of the registered agent and office is: **Raquel L. Medina  
7223 Coral Way  
Miami, Florida 33155**

SIGNATURE




TITLE: **PRESIDENT**

DATE: **August 11th, 1997**

HAVING BEEN NAMED TO ACCEPT SERVICE 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE:



DATE: **August 11th, 1997**

Aud# H97000013239-3