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FILED

97 SEP 22 AM 11:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DANIEL H. JONES
FLORIDA BAR BOARD CERTIFIED
CIVIL TRIAL LAWYER

JERRY M. WADE, II

OF COUNSEL
DAVID H. BLUDWORTH

September 19, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

RE: LIDIA GARCIA, M.D., P.A.

Dear sir/madam:

Enclosed please find the Articles of Incorporation for LIDIA GARCIA, M.D., P.A. I have also included a copy of such Articles so that you may certify and return them for our files. In addition, we have enclosed the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	<u>52.50</u>
TOTAL	\$122.50

I appreciate your assistance in this matter and please do not hesitate to contact me directly if you have any questions or problems concerning this matter.

Very truly yours,

Daniel H. Jones

DANIEL H. JONES

DHJ/kml

Enclosures

P.Hall
SEP 24 1991

**ARTICLES OF INCORPORATION
OF
LIDIA GARCIA, M.D., P.A.**

FILED
97 SEP 22 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation shall be **LIDIA GARCIA, M.D., P.A.**

ARTICLE II - DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III - PURPOSE

The purposes for which this corporation is formed are:

A. To engage in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purposes of providing medical care and treatment.

B. To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; and to own real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of such professional services.

C. To do everything necessary, proper, or convenient for the

accomplishment of any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE IV - CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of 500 dollars (\$1.00) per share.

ARTICLE V - CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of medicine is not less than Five Hundred Dollars (\$500.00).

ARTICLE VI - PRINCIPAL OFFICE

The address of the corporation's principal place of business and office is: 1501 Forest Hill Boulevard, Suite 103, West Palm Beach, Florida 33406. The name of the initial registered agent of the corporation, located at such office, is: LIDIA GARCIA, M.D.

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name: LIDIA GARCIA Address: 1501 Forest Hill Boulevard
Suite 103
West Palm Beach, FL 33406

ARTICLE VIII - DIRECTORS

The corporation is to be managed by a board of directors. The number of directors that constitute the initial board of directors is one, and the name and address of the initial director is:

Name: LIDIA GARCIA Address: 1501 Forest Hill Boulevard
Suite 103
West Palm Beach, FL 33406

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be two years and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX - BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of a majority of shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders' of (2) on the affirmative vote of the holders of at least 75% of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of

My Commission Expires: 01/08/2001

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED

SEP 22 AM 11:00

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida:

1. The name of the corporation is: **LIDIA GARCIA, M.D.**
2. The name and address of the registered agent and registered office is:

**LIDIA GARCIA, M.D.
1501 Forest Hill Boulevard
Suite 103
West Palm Beach, Florida 33406**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 09/11/97

Lidia Garcia
LIDIA GARCIA, M.D., Registered Agent