

P97000093990

Requestor's Name	
Address	
City/State/Zip	Phone #

Office Use Only

TRANSMITTAL MEMORANDUM

Date: Oct 29, 1997 Our File No.: P-10/97/1517

Enclosed please find: Articles of Incorporation and money order for \$122.50 please send
one certified copy to the undersigned.

☐ If checked here, please acknowledge receipt of enclosure.

JULIO PASTORIS

Attorney at Law

250 Bird Road Suite 210

Coral Gables, FL 33146-1000

(305) 444-4913

Fax (305) 446-9981

TO SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32301

FILED
97 OCT 31 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2422 EXCELSIOR LEGAL, INC.

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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****122.50 ****122.50

DMC
11-3-97

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE I - EXECUTION: Undersigned hereby execute(s) and acknowledge(s) these Articles of Incorporation, in order to organize and incorporate a business for Profit, under the Corporate name (*1) and at the initial business address (*2) stated in ARTICLE XIII.

ARTICLE II - PURPOSE(S) AND OBJECT(S): The Corporation is formed, pursuant to the specific Law (*3) and for the purpose(s) or object(s) of (*4) stated in ARTICLE XIII. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

ARTICLE III - DURATION: The duration of this Corporation shall be perpetual. Corporate existence shall commence (*5) stated in ARTICLE XIII, provided that all of the requirements of the law are met.

ARTICLE IV - REGISTERED OFFICE - AGENT: The name of the Registered Agent (*6) and the street address of the Registered Office (*7) are stated in ARTICLE XIII.

ARTICLE V - NUMBER OF DIRECTORS: The number of directors constituting the initial Board of Directors, (*8) if any, are stated in ARTICLE XIII. The number of the Board of Directors, if any, shall be determined, from time to time, by the By-Laws.

ARTICLE VI - SHARES: The number of authorized shares (*9), whether such shares shall be Par Value or No Par Value (*10) and the class of shares which are authorized (*11) are stated in ARTICLE XIII.

ARTICLE VII - INCORPORATOR(S) AND DIRECTOR(S): The name and address of each Incorporator (*12) and the name and address of each Member of the initial Board of Directors (*13) are stated in ARTICLE XIII.

ARTICLE VIII - BROADEST POWERS; INCORPORATION BY REFERENCE: The Corporation shall have the broadest powers to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any of the Purposes or the attainment of any of the Objects enumerated, or which, at any time, appear conducive or expedient for the protection or benefit of the Corporation either as holder of, or as to its interest in, any property or otherwise, with all powers now or hereafter conferred, by the laws of this State, upon Corporations incorporated hereunder.

ARTICLE IX - INDEMNIFICATION: The Corporation shall Indemnify and hold harmless, any Party to a threatened, pending or completed action, suit, or proceeding, arising out of contract (as distinguished from tort), other than an action by, or in the right of, the Corporation, because he/she is or was a Director or Executive Officer thereof, against expenses (including attorneys' fees), judgments and amounts paid in settlement, actually and reasonably incurred in connection therewith, including appeals thereof, if he/she acted in good faith and in a manner, he/she reasonably believed to be in, and not opposed to, the best interests of the Corporation.

ARTICLE X - GENERAL: A. Shareholders shall not have a preemptive right to acquire unissued or treasury shares of the Corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares, unless otherwise stated (*14) in ARTICLE XIII. B. Cumulative voting shall not be permitted unless otherwise stated (*15) in ARTICLE XIII.

ARTICLE XI - ACCEPTANCE BY REGISTERED AGENT: The Party named (Individual or Corporation) (*6) in ARTICLE XIII agrees: To act as Registered Agent, and as such, to accept Service of Process; to keep the Registered Office open during the hours prescribed by Law; and to post such Agent's name and the name of any other Officers of the Corporation authorized by Law to accept Service of Process, at the address stated in this State, in some conspicuous place in the Registered Office, as required by Law.

ARTICLE XII - SPECIAL PROVISIONS: Special Provisions are stated at (*16) in ARTICLE XIII.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XIII - INDEX

- | | | |
|---|---|-----|
| (*1) CAS Medical Group, Inc. | :Name | I |
| (*2) 4601 Ponce de Leon Blvd, Suite 300
Coral Gables, Florida 33146 | :Address | II |
| (*3) General Incorporation Act | :Applicable Statute | |
| (*4) To do any and all things not contrary
to the Laws of the United States of America
or the State of Florida | :Specific Business or
Licensed-Certified
Professional | II |
| (*5) Upon the filing of these Articles of Incorporation | :Commencement of
Corporate Existence | III |
| (*6) OSVALDO PEREZ DE MORALES | :Name of Registered
Agent | IV |
| (*7) 4601 Ponce de Leon Blvd, Suite 300
Coral Gables, Florida 33146 | :Address of Registered
Office | |
| (*8) One | :Number of Initial
Directors | V |
| (*9) One Thousand (1,000.00) | :Number of Authorized
Shares | |
| (*10) \$1.00 Each par value | :\$ Par Value or no Par
Value | VI |
| (*11) Common, Voting | :Class of Shares | VI |
| (*12) OSVALDO PEREZ DE MORALES
495 S.W. 2nd Avenue Apt. 1510
Miami, Florida 33135 | :Name and Address of
each Incorporator | VII |
| (*13) OSVALDO PEREZ DE MORALES, President, Vice-President, Secretary and
495 S.W. 2nd Avenue, Apt. 1510 Treasurer.
Miami, Florida 33135 | :Name and Address of
each member of the
Initial Board of
Directors | VII |
| (*14) _____ | :Preemptive Rights | X |
| (*15) _____ | :Cumulative Voting | X |
| (*16) _____ | :Special Provisions | XII |

(*6) *Osvaldo Perez de Morales*
Acceptance by Registered Agent- XI
OSVALDO PEREZ DE MORALES

Osvaldo Perez de Morales
Incorporator
OSVALDO PEREZ DE MORALES
Incorporator
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on October 28th, 1997 by
OSVALDO PEREZ DE MORALES who is personally known and who did take an oath.

My Commission Expires:

