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Requester Name

SIMON TSANG, ESQ.  
3837 NORTHDAL BLVD., #302  
TAMPA, FLORIDA 33624

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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<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
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

Examiner's Initials

**ARTICLES OF INCORPORATION**

**OF**

**Alejandro Carvallo, M.D., P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation in accordance with Chapter 621 of the Florida Statutes.

**ARTICLE I**

**Name**

The name of the professional service corporation shall be:

Alejandro Carvallo, M.D., P.A.

The principal office and mailing address of this corporation shall be 15901 Dawson Ridge Drive, Tampa, Florida 33647.

**ARTICLE II**

**Existence of Corporation**

This corporation shall have perpetual existence.

**ARTICLE III**

**Purposes**

The corporation shall engage in the practice of medicine and any or all lawful business for which a professional service corporation so engaged may be incorporated under the laws of the State of Florida.

## **ARTICLE IV**

### **General Powers**

The corporation shall have power, as necessary for the rendering of the professional services as set forth in Article III:

- (a) To sue and be sued, complain, and defend in its corporate name.
- (b) To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it.
- (c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property.
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.
- (e) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in any other type of investments necessary for the rendering of professional services.
- (f) To make contracts and guarantees, incur liabilities, borrow money, and secure any of its obligations by mortgage or pledge of any of its property, and income and make contracts of guaranty and suretyship necessary for the rendering of professional services.
- (g) To lend money, and receive and hold real and personal property as security for repayment as necessary for the rendering of professional services.

(h) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for managing the business and regulating the affairs of the corporation.

(i) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(j) To make payments or donations or do any other act not inconsistent with law that is necessary for the rendering of professional services.

(k) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries.

(l) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(m) To be a promoter, incorporator, partner, member, associate, or manager of any professional service corporation, partnership, professional limited liability company or any other entity that is duly licensed or otherwise legally authorized to perform the same professional services as set forth in Article III.

## ARTICLE V

### Capital Stock & Limitations on Ownership

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Shareholders must be duly licensed or otherwise legally authorized to practice medicine in order to be eligible to become a shareholder. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) No shareholder may sell or transfer his shares except to another professional corporation, professional limited liability company, or individual which is eligible to be a shareholder of the corporation.

## ARTICLE VI

### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 15901 Dawson Ridge Drive, Tampa, Florida 33647, and the name of the corporation's initial registered agent at such address is Alejandro Carvallo. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

## ARTICLE VII

### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of each person who is to serve as a member thereof is as follows:

#### Name

#### Address

Alejandro Carvallo 15901 Dawson Ridge Drive, Tampa, Florida 33647

## ARTICLE VIII

### Incorporators

The name and address of the incorporator of this corporation is as follows:

#### Name

#### Address

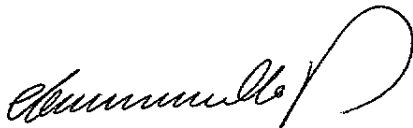
Alejandro Carvallo 15901 Dawson Ridge Drive, Tampa, Florida 33647

## ARTICLE IX

### Amendment of Articles of Incorporation

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 statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



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Alejandro Carvallo, Incorporator

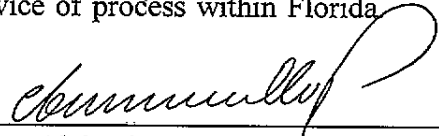
/932corp

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Alejandro Carvallo, M.D., P.A.

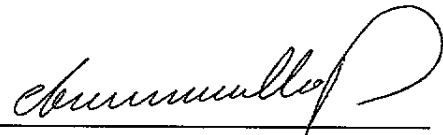
with its principal place of business at City of Tampa, County of Hillsborough, State of Florida,  
has named Alejandro Carvallo, located at 15901 Dawson Ridge Drive, City of Tampa, County  
of Hillsborough, State of Florida, as its agent to accept service of process within Florida



Alejandro Carvallo, Incorporator

Date: November 11, 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.



Alejandro Carvallo, Registered Agent

Date: November 11, 1997

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TALLAHASSEE, FLORIDA