

P98000015204

Vivian Antunez
2601 S Bayshore Drive 19th FL
Miami, FL 33133

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 16 PM 3:14

February 13, 1998

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-02/16/98--01034--005
****122.50 ****122.50

Re: Phoenix Medical & Associates Corp.

EFFECTIVE DATE

02-11-98

Dear Sir or Madam:

I am enclosing the Articles of Incorporation of the above-captioned corporation, together with a check in the amount of \$122.50 representing filing fee.

Very truly yours,



Vivian Antunez

Enclosures

RP
02-16-98

ARTICLES OF INCORPORATION
OF
PHOENIX MEDICAL & ASSOCIATES CORP.

The undersigned, acting as incorporator of **PHOENIX MEDICAL & ASSOCIATES CORP.** (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is: **PHOENIX MEDICAL & ASSOCIATES CORP.**

ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on February 11, 1998.

ARTICLE III

EFFECTIVE DATE
02-11-98

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation is:

7821 Coral Way #120
Miami, FL 33155

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ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (1,000) shares of Common Stock at \$1.00 par value per share.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 8991 SW 38th Street Miami, FL 33165, and the name of the Corporation's initial registered agent at that address is AMAURY A. AMARANTE.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The name and address of the director is:

<u>Name</u>	<u>Address</u>
Amaury A. Amarante	8991 SW 38th Street Miami, FL 33165

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Amaury A. Amarante	8991 SW 38 Street Miami, FL 33165

ARTICLE X

INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 day of February, 1998.


Amaury A. Amarante, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for 'PHOENIX MEDICAL /CORP., in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.



Amaury A. Amarante

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