

Charter Number Only

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ELIMINATION ONLY

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Miami, FL 33144  
City State ZIP Phone

(305) 554-5300  
martha  
CORPORATION(S) NAME

800002531078--2  
-05/21/98--01009--018  
\*\*\*\*122.50 \*\*\*\*122.50

Juan Carlos Haylar, M.D., P.A.

- ☒ Profit  
☒ NonProfit  
☐ Foreign  
☐ Limited Partnership  
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TALLAHASSEE, FLORIDA



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1098-11644



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
98 MAY 29 AM 10:09  
DIVISION OF CORPORATION

May 21, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: JUAN CARLOS HAYDAR, M.D., P.A.  
Ref. Number: W98000011644

We have received your document for JUAN CARLOS HAYDAR, M.D., P.A..  
However, the document has not been filed and is being returned for the following:

The specific nature of business of the professional association must be stated in  
the document.

Please return the original and one copy of your document, along with a copy of  
this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call  
(850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 298A00028572

## ARTICLES OF INCORPORATION

ARTICLE 1 - 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 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 (\*8), whether such shares shall be Par Value or No Par Value (\*9) and the class of shares which are authorized (\*10) are stated in ARTICLE XIII.

ARTICLE VII -- INCORPORATOR(S) AND DIRECTOR(S): The name and address of each Incorporator (\*12) is 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 the 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 interest 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 (\*13) 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 (\*14) in ARTICLE XIII.

ARTICLE XIII:

- |  |  |  |
|--|--|--|
| (*1) JUAN CARLOS HAYDAR, M.D., P.A.  | :Name  | FILED<br>H<br>98 MAY 29 AM 11:18<br>SECRETARY OF STATE<br>TALLAHASSEE, FLORIDA |
| (*2) FONTAINEBLEAU EXECUTIVE PLAZA<br>8370 West Flagler Street, Suite 204<br>Miami, Florida 33144  | :Address   |  |
| (*3) Chapter 607, Florida Statutes   | :Applicable Statute<br>of Incorporation II                     |  |
| (*4) All lawful purposes for which<br>corporations may be incorporated<br>under Chapter 607, including the rendering<br>of medical services. | :Specific Business or<br>Licensed-Certified<br>Professional II |  |
| (*5) On filing   | :Commencement of<br>Corporate<br>Existence III                 |  |
| (*6) JOSEPH M. WEHBY, ESQUIRE  | :Name of Registered<br>Agent IV                                |  |

(\*7) FONTAINEBLEAU EXECUTIVE PLAZA  
8370 WEST FLAGLER STREET, SUITE 204  
MIAMI, FLORIDA 33144

:Address of Registered  
Office IV

(\*8) 100 One Hundred

:Number of Authorized  
Shares VI

(\*9) One Dollar (\$1.00) par value

:\$ Par Value or no  
Par Value VI

(\*10) All shares are common voting and  
are entitled to receive the net  
assets of the corporation equally  
upon dissolution.

:Class of Shares VI

(\*11) JOSEPH M. WEHBY, ESQUIRE  
8370 WEST FLAGLER STREET, SUITE 204  
MIAMI, FLORIDA 33144

:Name and address of  
each Incorporator VII

(\*12) JOSEPH M. WEHBY, ESQUIRE

:Name and address of  
each Member of the  
Initial Board of  
Directors VII

(\*13) NONE

:Preemptive Rights X

(\*14) NONE

:Special  
Provisions XII

(\*6)

Acceptance by Registered  
Agent  
JOSEPH M. WEHBY

JOSEPH M. WEHBY,  
INCORPORATOR

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY 29 AM 11:19

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