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LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

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

1. MIAMI INDEPENDENT DISABILITY EXAMINER, CORP.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input 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 checked="" 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

98 JUN 22 PM 1:06  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUN 22 AM 10:55  
RECEIVED  
DIVISION OF CORPORATION

6/22

Examiner's Initials

## Articles of Incorporation

of

"MIAMI INDEPENDENT DISABILITY EXAMINER, CORP."

(a corporation for profit)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together in order to form a CORPORATION FOR PROFIT under the provisions of § 607 of the Florida Statutes, with all the powers, rights, privileges, and immunities; and to that end we do, by these Articles, set forth:

### ARTICLE I - NAME, ADDRESS AND AGENT

The name of this corporation shall be:

"MIAMI INDEPENDENT DISABILITY EXAMINER, CORP."

(hereinafter referred to as "the corporation"). Its <sup>Principal</sup> Registered Office shall be located at 1990 S.W. 1st. Street, MIAMI, FLORIDA 33135.-

and its Registered Agent shall be Santiago A. CASANOVA, M.D.

### ARTICLE II - TERM OF EXISTENCE

The corporation's term of existence or duration shall be perpetual.

### ARTICLE III - PURPOSES

The general nature of the business, objectives, and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Laws and Constitution of the State of Florida.

2 **ARTICLE IV - STOCK**

3  
4 The stock of this Corporation shall be divided into ONE THOUSAND  
5 (1,000.-) shares of stock of a par value of ONE and no/100 Dollars  
6 (\$ 1.00 ) per share, all of one class, namely, Common Stock, and having an  
7 aggregate value of ONE THOUSAND ----- and no/100 Dollars  
8 (\$ 1,000.00). All said stocks shall be payable in cash, property, labor or  
9 services, at a just valuation to be fixed by the Board of Directors; property, labor  
10 or services may be purchased or paid for with the capital stock, at a just  
11 valuation to set by the Board of Directors.

12  
13 **ARTICLE V - CAPITAL**

14 The amount of capital with which this corporation shall begin business  
15 shall be no less than One Thousand ----- and no/100 Dollars (\$ 1,000.00 ).

16  
17 **ARTICLE VI - DIRECTORS**

18  
19 The number of directors of the Corporation shall not be less than one(1)  
20 or more than fifteen(15), or as provided in the Bylaws of this corporation.

21  
22 **ARTICLE VII - BOARD OF DIRECTORS**

23 The names and addresses of the persons who are to serve as Directors  
24 for the ensuing year, or until the first annual meeting of the corporation, are:  
25  
26  
27  
28

2

3 NAME(S) ADDRESSES

4

5 Santiago A. CASANOVA, M.D. 1990 S.W. 1st. Street

6 MIAMI, FLORIDA 33135.-

7

8

9

10

11 a) Members of the Board of Directors shall be elected and hold office

12 in accordance with the By-Laws;

13 b) The business affairs of this corporation shall be managed by the

14 Board of Directors; and

15 c) The Board of Directors shall be shareholders in the Corporation.

16

17 ARTICLE VIII - OFFICERS

18

19 a) This corporation shall have the following officers:

20

- 21 1) a President;
- 22 2) a Vice-President;
- 23 3) a Secretary; and
- 24 4) a Treasurer.

25 b) A person may hold two or more offices;

26 c) The Board of Directors shall, by majority vote, elect the persons who

27 are to serve as officers for the ensuing year in their annual meeting or as

28 provided in the By-Laws; and

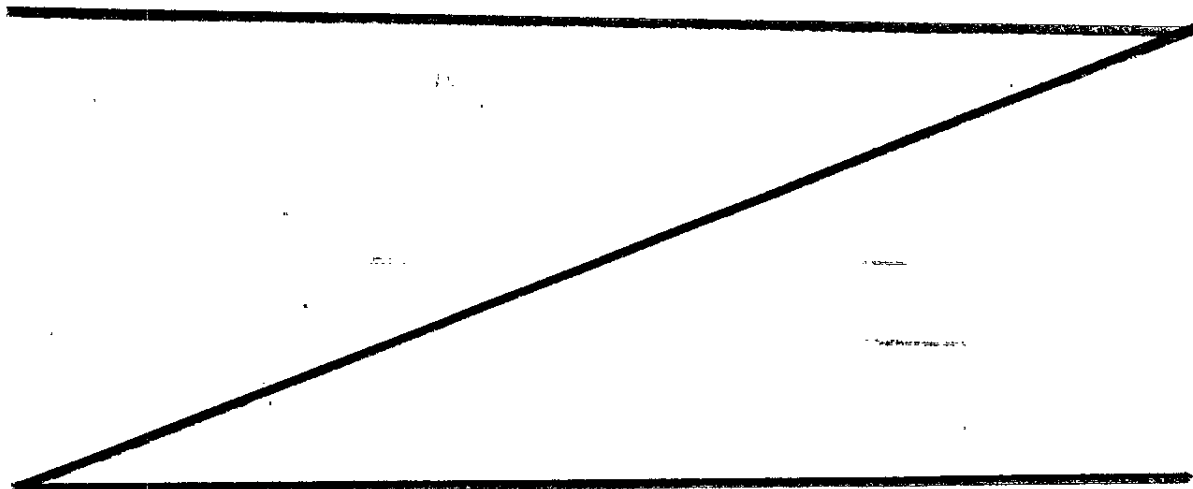
d) The names of the persons who are to serve as officers of this corporation until the first annual meeting of the Board of Directors are as follows:

<u>NAMES</u>	<u>OFFICES</u>
Santiago A. CASANOVA, M.D.....	President
Santiago A. CASANOVA, M.D.....	Vice-President
Santiago A. CASANOVA, M.D.....	Secretary
Santiago A. CASANOVA, M.D.....	Treasurer

#### ARTICLE IX - SUBSCRIBERS

The names, addresses, and numbers of shares of Common Stock each of the Subscribers to these Articles agreed are as follows:

<u>NAMES AND ADDRESSES</u>	<u>NUMBER OF SHARES</u>
Santiago A. CASANOVA, M.D.....	One Thousand Shares (1000)



2  
3  
4 **ARTICLE X - BY-LAWS**

5 The Board of Directors of this Corporation may provide such By-Laws for  
6 the conduct of its business and the carrying out of its purpose as they may deem  
7 necessary from time to time.

8 Upon proper notice, the By-Laws may be amended, altered, or rescinded  
9 by a two-thirds ( $\frac{2}{3}$ ) vote of those members of the Board of Directors present at  
10 any regular meeting or special meeting call for that purpose.  
11

12 **ARTICLE XI - AMENDMENTS**

13 These Articles of Incorporation may be amended at a special meeting of  
14 the Shareholders called for that purpose, by a two-thirds ( $\frac{2}{3}$ ) vote of the  
15 Shareholders.  
16

17 Further, amendments to these Articles of Incorporation may be made at  
18 a regular meeting of the Shareholders upon notice, as provided by in the By-  
19 Laws, of intention to submit such amendments, and approval by a two-thirds ( $\frac{2}{3}$ )  
20 vote of the Shareholders.

21 WE, the undersigned subscribing Incorporators, have hereunto set our  
22 hands and seals, this 12th. day of JUNE, A.D.1998, for the  
23 purpose of forming this Corporation for Profit under § 607 of the Florida Statutes.

24 Santiago A. Casanova (L.S.)  
25 Santiago A. CASANOVA

26 \_\_\_\_\_(L.S.)  
27

28 \_\_\_\_\_(L.S.)

2 **ACKNOWLEDGEMENT**

3 STATE OF FLORIDA )

4 ) ss:

5 COUNTY OF DADE )

6 BEFORE ME, the undersigned authority, a Notary Public in and for the  
7 State of Florida at Large, duly qualified and commissioned by the Governor and  
8 Secretary of State of the aforementioned State, by virtue of the authority granted  
9 to me by the Laws and Constitution of the aforementioned State, personally  
appeared Dr. SANTIAGO A. CASANOVA, M.D.,

10  
11 to me known to be the persons described in as Subscribers and who executed  
12 the foregoing ARTICLES OF INCORPORATION, and they acknowledged before  
13 me that they executed and subscribed the same.

14 IN TESTIMONY WHEREOF, I have hereunto set my hand and attached  
15 my official seal of office, this 12th. day of JUNE, A.D.1998,  
16 in the City of Miami, County of Dade, State of Florida.



Mr. J. M. Gonzalez-Piloto  
Notary Public  
State of Florida

22  
23 My commission expires:  
24 December 28, 1999

1 CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
2 THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING REGISTERED  
3 OFFICE AND REGISTERED AGENT UPON WHOM PROCESS MAY BE  
4 SERVED.

5  
6 In compliance with § 607.034, Florida Statutes, the following is submitted:

7 First -- That "MIAMI INDEPENDENT DISABILITY EXAMINER, CORP."  
8  
9 desiring to organize under the Laws of the State of Florida with its principal  
10 office, as indicated in the Articles of Incorporation, in the City of MIAMI  
11 MIAMI-  
County of DADE, State of Florida, has named Santiago A. CASANOVA, M.D.  
12 Miami-  
13 in the City of MIAMI, County of Dade, State of Florida, as its registered  
14 agent to accept services of process within the State of Florida.

15  
16  
17  
18  
19  
20 ACCEPTANCE:

21 Having been named to accept service of process for the above stated  
22 corporation, at the place designated in this certificate, I hereby accept to act in  
23 this capacity, and agree to comply with the provisions of said Act, relative to  
24 keeping open said office.

25  
26 by: Santiago A. Casanova  
27 Santiago A. CASANOVA  
28 Registered Agent for  
"MIAMI INDEPENDENT DISABILITY  
EXAMINER, CORP."

FILED  
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TALLAHASSEE, FLORIDA