

MICHAEL VINCENT LAURATO 2025 E. 7th AVE. TAMPA, FL 33605

P980000068565

July 29, 1998

VIA FEDERAL EXPRESS

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
8-1-98

700002605137--8  
-08/03/98-01038-012  
\*\*\*\*122.50 \*\*\*\*122.50

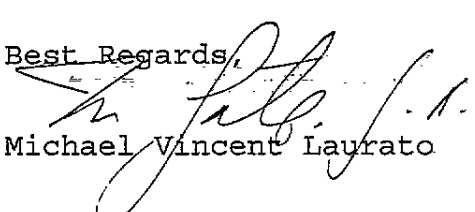
Re: Physician's Injury Center, Inc.

Dear Sir/Ma'am:

Enclosed please find original Articles of Incorporation and one copy for the above-captioned corporation, **effective August 1, 1998**. I would appreciate your filing of the Articles, obtaining a certified copy, and returning same to me.

Also enclosed please find a check in the amount of \$122.50. Thank you for your assistance.

Best Regards,

  
Michael Vincent Laurato

MVL:lgl  
Enclosures: per above  
cc: Jorge M. Gonzalez, President (w/encl.)

FILED  
98 AUG -3 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-6-98  
MVL

EFFECTIVE DATE  
8-1-98

FILED  
98 AUG -3 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PHYSICIAN'S INJURY CENTER, INC.

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 purposes of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: .....

Physician's Injury Center, Inc.

The principal place office and mailing address of this corporation shall be: .....

1115 E. Hillsborough Avenue

Tampa, Florida 33604

ARTICLE II

Existence of Corporation

This corporation shall begin existence on August 1, 1998, and shall have perpetual existence. ....

### ARTICLE III

#### Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE IV

#### General Powers

The corporation shall have the power:

(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 wherever located.

(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 lend money to, and use its credit to assist, its officers and employees in accordance with section 607.0833, Florida Statutes.

(f) 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, or obligations of, any other entity.

(g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income, and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation.

(h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment.

(i) To conduct its business, locate offices, and exercise the powers granted by law within or without this state.

(j) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their

compensation, and lend them money and credit.

(k) 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.

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

(m) To transact any lawful business that will aid governmental policy.

(n) To make payments or donation or do any other act not inconsistent with law that furthers the business affairs of the corporation.

(o) 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.

(p) 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.

(q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or any other entity.

## ARTICLE V

### Capital Stock

(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 \$.01 per share. Each of the said shares of stock shall entitle the holder 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 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.

## ARTICLE VI

### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 1115 E. Hillsborough Avenue, Tampa, Florida 33604, and the name of the corporation's initial registered agent at such address is Michael Vincent Laurato. 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 VI

##### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be two (2), and the names and addresses of the persons who are to serve as the members thereof are as follows:

<u>Name</u>	<u>Address</u>
Jorge M. Gonzalez	P.O. Box 151062 Tampa, Florida 33684
Rick Baker	213 Belcher Road North Clearwater, Florida 33765

#### ARTICLE VII

##### Incorporators

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

<u>Name</u>	<u>Address</u>
Michael Vincent Laurato	1115 E. Hillsborough Avenue Tampa, Florida 33604

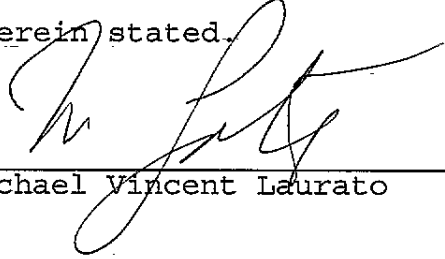
#### ARTICLE VIII

##### Amendment of Article 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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Michael Vincent Laurato

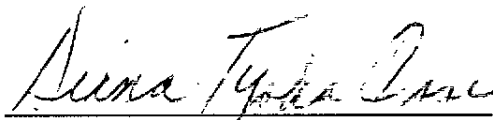


STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 29th day of July, 1998, personally appeared Michael Vincent Laurato, to me well known to be the person described in and who signed the foregoing Article of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Notary Public

My Commission Expires:



DIANA TYSKA OSSI  
My Commission CC464230  
Expires May. 16, 1999  
Bonded by HAI  
800-422-1555

**CERTIFICATE OF ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature: \_\_\_\_\_

Michael Vincent Laurato

Registered Agent

Date: \_\_\_\_\_

7-21-98

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA