

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

000002682080--3

-11/06/98--01051--011

*****78.75 *****78.75

OFFICE USE ONLY

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

1. CAA MEDICAL SERVICES, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" 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 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
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98 NOV -6 PM12:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Examiner's Initials

Articles Of Incorporation Of CAA MEDICAL SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME OF CORPORATION

The name of the corporation shall be **CAA Medical Services, Inc.**

ARTICLE II: INITIAL ADDRESS OF CORPORATION

The initial principal place of business and mailing address of this corporation shall be: **8320 SW 23rd Street, Miami, Florida 33155**, with the privilege of having branch offices at any other place within the State and without the State.

ARTICLE III: CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The number of shares of common stock that this corporation is authorized to have outstanding at any one time is **(1,000) ONE THOUSAND SHARES** at a par value of one dollar (\$1) per share. All such stock shall be payable in cash, property, labor, services, or contributed capital at a just value to be fixed by the Board of Directors at a meeting called for that purpose. Holders of the common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation securities.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Carlos A. Alvarez, 8320 SW 23rd Street, Miami, Florida 33155

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Carlos A. Alvarez, 8320 SW 23rd Street, Miami, Florida 33155

ARTICLE VI: EFFECTIVE DATE OF INCORPORATION AND TERM OF EXISTENCE

The effective date of the incorporation for the purpose of record keeping and recognition of start of business is November 1, 1998. This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VII: NATURE OF BUSINESS

The general nature and purpose of this corporation for profit is provided for in Florida Statutes 607.0301, and accordingly, is not necessary to list in these articles of incorporation.

FILED
8 NOV -6 PM 12:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII: POWERS OF CORPORATION

The corporation will have the same powers as an individual to do all things necessary or convenient to carry out its business affairs, subject to any limitations or restrictions imposed by applicable laws or these Articles of Incorporation.

ARTICLE IX: OFFICERS AND DIRECTORS

The corporation shall have one (1) director and one (1) officer initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but there shall always be at least one (1) director. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed, and the number of shares agreed to purchase are as follows:

***Carlos A. Alvarez
President, Secretary, Treasurer, Director
8320 SW 23rd Street, Miami, Florida 33155***

ARTICLE X: INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any corporation, from and against any and all claims and liabilities to which such person shall become subject by reason any action alleged to have been taken or omitted by him as director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other firms or corporations, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction with the like force and effect as if they were not a director or officer of such other corporation or not so interested.

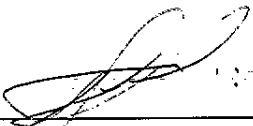
ARTICLE XI: BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XII: AMENDMENT

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS OF THE FOREGOING, I, the undersigned, am the original incorporator for the purpose of forming a Corporation pursuant to the Corporation laws of the State of Florida, do hereby make and file this Certificate with the Florida Department of State, Secretary of State, Division of Corporations, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 5th day of November, 1998.



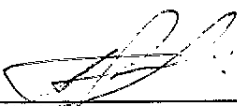
Carlos A. Alvarez
Signature of Incorporator

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:***

First, that **CAA Medical Services, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its initial place of business address, as indicated in the Articles of Incorporation, in the City of West Miami, County of Miami-Dade, State of Florida, has named as follows it's agent to accept service of process within the State of Florida.

Carlos A. Alvarez
8320 SW 23rd Street
Miami, Florida 33155

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Carlos A. Alvarez
Signature of Initial Registered Agent

11/5/98
Date

FILED
NOV - 6 PM 12:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA