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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Capital Realty

Requestor's Name

4601 Ponce de Leon Blvd # 300

Address

Coral Gables, FL 33146

City

State

ZIP

Phone

305)663-6634

CORPORATION(S) NAME

Best Doctors Pulmonary Care, INC

800002781488

-02/02/99-01028-007

*****78.75 *****78.



Empire Toll Free: 1-800-432-3028

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RECEIVED
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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
BEST DOCTORS PULMONARY CARE, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED has executed the following documents as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: Best Doctors Pulmonary Care, Inc.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

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

8650 S.W. 133 Avenue Road
Apartment 404
Miami, Florida 33183

ARTICLE IV

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extend as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name:

To sue and be sued, complain and defend in its
Corporate name in all actions or proceedings;

This Instrument was prepared by: Andres Perez
8650 SW 133 Ave. Rd #404
Miami, Florida 33183

To have a corporate seal, which may be altered at pleasure, and to use the same causing it, or a Facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, and create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, use its credit to assist its officers and employees in accordance with Florida Statute S607.141:

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and any other obligations, and secure any of its obligations by mortgage or pledge of all or any of its properties, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state:

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the law of this State, for the administration:

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plan, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trusts, or other enterprise;

To have and exercise all powers necessary of convenient to effects its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares, which this corporation shall have authority to issue, is One Thousand shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class stock of this corporation.

ARTICLE VI

The name and street of the initial Registered Agent of this corporation shall be:

Andres Perez
8650 SW 133 Avenue Road
Apartment 404
Miami, Florida 33183

ARTICLE VII

The initial Board of Directors shall consist of a total of one (1) person and the name and address of the person who is to serve as initial director is:

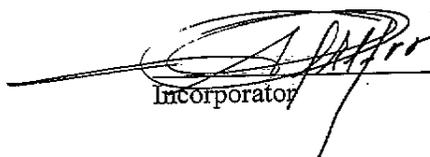
Andres Perez
8650 SW 133 Avenue Road
Apartment 404
Miami, Florida 33183

ARTICLE VIII

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

Andres Perez
8650 SW 133 Avenue Road
Apartment 404
Miami, Florida 33183

The undersigned has executed these Articles of Incorporation this 29th day of January, 1999.


Incorporator

SECRETARY OF STATE
TALLAHASSEE FLORIDA
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