

P99 000016224

LAW OFFICES OF
POSESS & WALSER, P.A.
7015 BERACASA WAY, SUITE 201
(CORNER OF PALMETTO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433

(561) 392-4100

Telecopier: (561) 392-4177
Palm Beach: (561)-732-7700
Broward: (954) 429-1000

REAL ESTATE DEPARTMENT
CHARLES F. POSSESS
DOUGLAS R. NEU
GISELE E. ASMAR

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER
LL.M-Estate Planning
CARYN J. CLAYMAN

February 17, 1999

File No.

Bureau of Corporate Records
State of Florida
409 East Gaines Street
Tallahassee, Florida 32301

100002778981--6
-02/18/99--01034--021
*****78.75 *****78.75

RE: Incorporation of B. SUSAN GOLDBERG, P.A.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above referenced proposed Florida corporation.

Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing Fee & \$78.75
Certified Copy

Total \$78.75

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned as soon as possible.

Thank you for your anticipated cooperation.

Very truly yours,

Charles F. Possess
Charles F. Possess

CFP/mmww
Enclosures

FILED
99 FEB 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T.A. - 2/19/99

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
B. SUSAN GOLDBERG, P.A.

FILED
99 FEB 18 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 621, Florida Statutes under the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is B. SUSAN GOLDBERG, P.A. The principal office and mailing address is 9662 Triton Court, Boca Raton, Florida 33434.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to provide nursing services.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 300 Common Shares at \$1.00 par value.

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: None.

ARTICLE VII

The street address of the initial registered office of the corporation is 9662 Triton Court, Boca Raton, Florida 33434, and the name of its initial registered agent at such address is B. SUSAN GOLDBERG.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

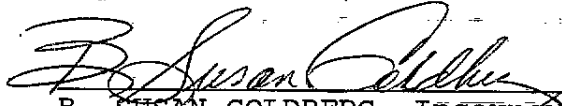
<u>NAME</u>	<u>ADDRESS</u>
B. Susan Goldberg	9662 Triton Court Boca Raton, FL 33434

ARTICLE IX

The name and address of each incorporator is/are:

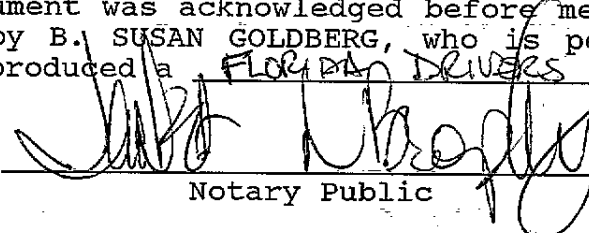
<u>NAME</u>	<u>ADDRESS</u>
B. Susan Goldberg	9662 Triton Court Boca Raton, FL 33434

DATED this 16th day of February, 1999.

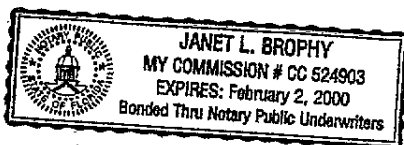

B. SUSAN GOLDBERG, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16th day of February, 1999, by B. SUSAN GOLDBERG, who is personally known to me, or who has produced a Florida Drivers License as identification.

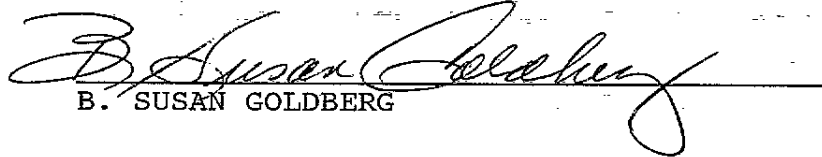

Notary Public

My Commission Expires:



CONSENT OF REGISTERED AGENT

I, B. SUSAN GOLDBERG, having been designated to act as Registered Agent of B. SUSAN GOLDBERG, P.A., hereby agree to act in this capacity.


B. SUSAN GOLDBERG

FILED

99 FEB 18 PM 12:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA