

MAY-24-99 MON 11:27 AM

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Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850) 922-4001

From:  
Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
Fax Number : (850) 297-0217

SECRETARY OF STATE  
KATHERINE HARRIS  
TALLAHASSEE, FLORIDA

99 MAY 24 PM 3:42

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**FLORIDA PROFIT CORPORATION OR P.A.**

**MEDICAL PUBLICATIONS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

B. McKnight MAY 24 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**MEDICAL PUBLICATIONS, INC.**

99 MAY 24 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

**ARTICLE 1 - NAME**

The name of the Corporation shall be **MEDICAL PUBLICATIONS, INC.** (hereinafter, "Corporation").

**ARTICLE 2 - NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation including, but not limited to, development, distribution and sales of goods and services related to the publishing industry.

**ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 10921 N.W. 63<sup>rd</sup> Street, Miami, Florida 33178 and the mailing address is the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this corporation is:

Luis A. Escobar, Jr.  
5440 N. State Road 7  
Ft. Lauderdale, FL 33319

**ARTICLE 5 - CAPITALIZATION**

The maximum number of shares that the corporation is authorized at any time to have outstanding is **ONE THOUSAND (1,000)** shares of common stock, each having a par value of **ONE DOLLAR (\$1.00)**.

*CBS Financial, CPA,  
By: Luis A. Escobar, Jr. CPA  
5440 N. State Road 7, Suite 211  
Ft. Lauderdale, FL 33319  
(954) 730-3511 - Facsimile (954) 730-3611*

#### **ARTICLE 6 - TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE 7 - OFFICERS**

The officers of this corporation shall be:

President:	Marcelo Rodriguez
Vice-President:	
Secretary:	Marcelo Rodriguez
Treasurer:	Marcelo Rodriguez

whose addresses shall be the same as the principal office of this Corporation.

#### **ARTICLE 8 - DIRECTORS**

The Initial Director of this Corporation shall be:

Marcelo Rodriguez

whose address shall be the same as the principal office of this Corporation.

#### **ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All shares of the stock of this Corporation may be subject a Shareholders' Restrictive agreement. If so, numerous restrictions on the rights of shareholders of this Corporation as well as transferability of the shares of stock of the Corporation may be contained therein. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

#### **ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT**

The Initial street address of the registered office of this Corporation is 5440 N. State Road 7, Suite 211, Ft. Lauderdale, Florida 33319. The Initial registered agent of this Corporation is Luis A. Escobar, Jr., 5440 N. State Road 7, Suite 211, Ft. Lauderdale, Florida 33319.

#### **ARTICLE 11 - EFFECTIVE DATE**

These Articles of Incorporation are to be effective upon approval by the Secretary of State of the State of Florida.

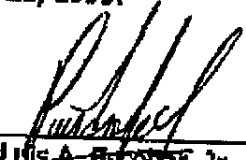
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**IN WITNESS THEREOF**, the undersigned has hereunto set their hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this May 21, 1999.

  
Luis A. Escobar, Jr., Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

The undersigned, Luis A. Escobar, Jr., having a business office identical with the registered office of the above Corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
Luis A. Escobar, Jr.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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