BAYSIDE OFFICE CENTER 141 NORTHEÄST 3RD AVENUE

SUITE 601

August 3, 1999

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

VIA FEDERAL EXPRESS

Re:

CMC Centro Medico, Inc.

Our File No.1005-99

600002952536--1 -08/06/99--01058--016 ****122.50 *****78.75

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our check in the sum of \$122.50 representing the filing fee on same.

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.

Manuel Diner, Esq.

SECRETARY OF STAIL

MD/da Enclosure

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ARTICLES OF INCORPORATION CMC CENTRO MEDICO, INC.

<u>ARTICLE I.</u> NAME AND ADDRESS OF CORPORATION

The name of this corporation is: CMC CENTRO MEDICO, INC. The Corporation's principal office and mailing address is: 874 SW 8TH STREET Miami, Florida 33130



<u>ARTICLE II.</u> **NATURE OF CORPORATION BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV. PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Manuel Diner

INITIAL REGISTERED OFFICE: 141 N.E. 3rd Avenue, Suite 601

Miami, Florida 33132

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

<u>ARTICLE VI.</u> INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one.

The name and address of the members of the initial Directors of the Corporation is:

Susan Colas, 90 Edgewater Drive, coral Gables, Florida 33133

Denio Odoardo, 90 Edgewater Drive, Coral Gables, Florida 33130

ARTICLE VII INITIAL INCORPORATOR

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

Manuel Diner 141 NE 3rd Avenue, Suite 601, Miami, Florida 33132

Manuel Diner, INCORPORATOR

STATE OF FLORIDA)

) SS:

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 3 day of 1999 by Manuel Diner, who is personally known to me [Yor has produced ______ as identification and who did [] did not f take an oath.

Notary Public, State of Florida

Print Name: (ARIDAD FORTOIRA

My Commission Expires:

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