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Yvanne Berryer, M.D.

15740 SW 77<sup>th</sup> Avenue, Miami, Florida 33157

(305) 259-9713

September 27, 1999

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

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-10/06/99--01035--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

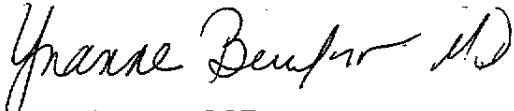
Re: Yvanne Berryer, M.D., P.A.

Dear Sir:

Enclosed is an original and a copy of the Articles of Incorporation for the above Professional Association. Please file the original in your office and certify and return a copy to me.

I have enclosed a check in the amount of \$78.75 to cover the necessary fees.

Sincerely,



Yvanne Berryer, M.D.

Enclosures

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1999 OCT -6 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**YVANNE BERRYER, M.D., P.A.**

ARTICLE I. NAME

The name of the corporation shall be

**YVANNE BERRYER, M.D., P.A.**

ARTICLE II. PURPOSE

This corporation is organized for the purpose of providing medical services to patients as permitted under the laws of the State of Florida, as now exist or may hereafter be amended.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1000) shares, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of the corporation at any regular or special meeting.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be One Thousand Dollars (\$1,000.00).

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial principal office of this corporation is 1135 North Krome Avenue, Miami, Florida 33030, and the name of the initial registered agent of this corporation at that address is Yvanne Berryer, M.D.

The Board of Directors may from time to time designate such other address and place for the principal and registered offices of this corporation as it may see fit.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director constituting the initial Board of Directors. The number of directors may be increased or decreased in accordance with the Bylaws, provided that the number of directors shall never be

less than one nor more than three. The Name of the initial Director who shall hold office is:

Yvonne Berryer, M.D.  
1135 North Krome Avenue  
Miami, Florida 33030

#### ARTICLE VIII. OFFICERS

The officers shall be elected at the annual meeting of the Board of Directors or as otherwise provided by the Bylaws.

#### ARTICLE IX. INCORPORATORS

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

Yvonne Berryer, M.D.  
1135 North Krome Avenue  
Miami, Florida 33030

#### ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

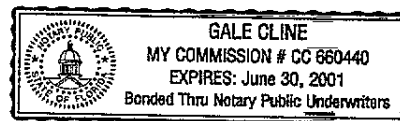
#### ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this day of

Oct. 4, 1999.

Yvonne Berryer, M.D.  
Yvonne Berryer, M.D., Incorporator



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STATE OF FLORIDA)

SS.

COUNTY OF DADE )

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

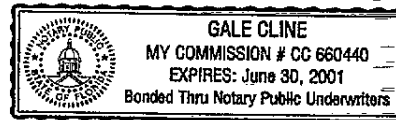
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Yvanne Berryer, M.D., known to be and known by me to be the person who executed the forgoing Articles of Incorporation, and she acknowledges before me that she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4 day of

Oct

, 1999.

Gale Cline  
Notary Public, State of Florida at Large



My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 607.034, Florida Statutes, the following is submitted:

That Yvanne Berryer, M.D., P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 1135 North Krome Avenue, Miami, Florida 33030, has named Yvanne Berryer, M.D., located at 1135 North Krome Avenue, Miami, Florida 33030, as its agent to accept service of process within this State.

Dated: 10-4-99

Yvanne Berryer M.D.  
Yvanne Berryer, M.D., Director

**STATEMENT OF ACCEPTANCE**

I, Yvanne Berryer, whose address is 1135 N. Krome Avenue, Miami Florida, 33030, hereby accept the designation of Yvanne Berryer, M.D., P.A., as its registered agent for the service of process, and agree to act as same. I further state I am familiar with and hereby agree to comply with the provisions of F.S. 607.325 and all other statutes relative to the proper performance of my duties as registered agent for said corporation.

Dated: 10-4-99, 1999

Yvanne Berryer M.D.  
Yvanne Berryer, M.D.