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Carl J. Mecke
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99 OCT 28 AM 11:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 26, 1999

P 99000095817

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

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-10/28/99--01054--011
*****78.75 *****78.75

RE: Generation Women's Care, Inc.

Dear Sir/Madam:

Enclosed please find articles of incorporation for filing. A check is enclosed in the sum of \$78.75 representing the filing fee and the cost a certified copy to be returned to the above address..

Sincerely,

Mecke

Janet Mecke
Office Manager

Enclosures

099 52212

NOV 1 1999

ARTICLES OF INCORPORATION
OF
GENERATIONS WOMEN'S CARE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SYLVIA LOSADA-CARMONA and PAULA SISLER, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be GENERATIONS WOMEN'S CARE, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of engaging in mid-wifery and transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE III - CAPITAL STOCK

The capital stock of this corporation shall consist of ONE HUNDRED (100) shares of common stock of one (\$1.00) par value, fully paid and non-assessable.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office of this corporation shall be located at 11700 NW 17 Court, Plantation, Florida 33323 and the

name of the initial Registered Agent of this corporation at said address shall be WILLIAM CARMONA.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall initially have two directors: SYLVIA LOSADA-CARMONA, 11700 NW 17th Court, Plantation, Florida 33323, and PAULA SISLER, 18401 SW 268th Street, Miami, Florida 33031.

ARTICLE VI - SPECIAL PROVISIONS

The following special provisions shall govern this corporation:

A. The time and place of the annual shareholders' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President, Vice-President and Secretary of this corporation, and such assistants as the shareholders may, by resolution determine to be necessary and/or as provided by the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

C. The officers may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud shall be affected or invalidated by the fact that any officer or officers of the corporation is a party or parties to or interested in such person or persons, firm or corporation, and each and every person who may become an officer of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation which he may be in anywise interested.

ARTICLE VII- OFFICERS

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be: SYLVIA LOSADA-CARMONA, 11700 NW 17th Court, Plantation, Florida 33323 - President, and PAULA SISLER, 18401 SW 268th Street, Miami, Florida 33031 - Vice-President and Secretary.

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators are SYLVIA LOSADA-CARMONA, 11700 NW 17th Court, Plantation, Florida 33323, and PAULA SISLER, 18401 SW 268th Street, Miami, Florida 33031.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in any manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted to this reservation.

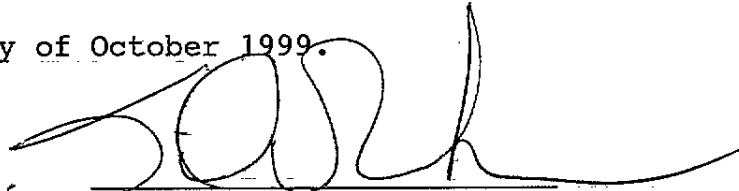
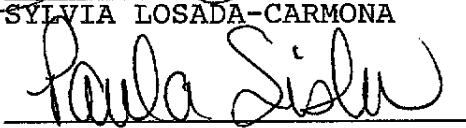
ARTICLE X - COMMENCEMENT

This corporation shall commence its existence upon the filing of these Articles.

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be 11700 NW 17th Court, Plantation, Florida 33323.

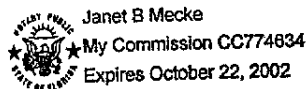
IN WITNESS WHEREOF, the undersigned incorporators, SYLVIA LOSADA-CARMONA and PAULA SISLER, subscribed to these Articles of Incorporation this 22 day of October 1999.


SYLVIA LOSADA-CARMONA

PAULA SISLER

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority duly appointed to take acknowledgements, personally appeared SYLVIA LOSADA-CARMONA, to me personally known or who produced _____ as identification, and who did/did not take an oath and who acknowledged before me that she executed the foregoing for the purposes therein expressed.

SWORN TO and subscribed before me this 22 day of October 1999.



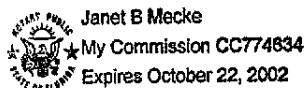
Janet B. Mecke
Notary Public

My commission expires:

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority duly appointed to take acknowledgements, personally appeared PAULA SISLER to me personally known or who produced FL DR-LIC. as identification, and who did/did not take an oath and who acknowledged before me that she executed the foregoing for the purposes therein expressed.

SWORN TO and subscribed before me this 22 day of October 1999.



Janet B. Mecke
Notary Public

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 pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said act:

GENERATIONS WOMEN'S CARE, Inc. desiring to organize under the
laws of the State of Florida, with its Registered Office as
indicated in the Articles of Incorporation at 11700 NW 17th Court,
Plantation, Florida 33323, has named WILLIAM CARMONA as its
Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-
stated corporation at the place designated in this Certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.



WILLIAM CARMONA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 28 AM 11:12

FILED