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* BOARD CERTIFIED IN REAL ESTATE
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VIA CERTIFIED MAIL - RETURN RECEIPT REQUESTED

December 6, 1999

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

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-12/10/99-01081--005
*****78.75 *****78.75

Re: Heart Care of South Florida, P.A.

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation of **Heart Care of South Florida, P.A.**, and a check for \$78.75 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Incorporation.

If you have any questions, please do not hesitate to call me.

Sincerely,



L.M. Ploucha

LMP/nlc
Enclosures

cc: Alan Rosenbaum, M.D. (w/encl.)

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
HEART CARE OF SOUTH FLORIDA, P.A.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

HEART CARE OF SOUTH FLORIDA, P.A.

ARTICLE II.

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address is:

1319 St. Tropez Circle, #1201
Weston, Florida 33326

ARTICLE III.

NATURE OF CORPORATE BUSINESS

This Corporation, through its Officers and Employees, shall be authorized to engage in every aspect and phase of the practice of medicine within the State of Florida; to engage in any activities which will facilitate and promote the practice of medicine through its Officers and Employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and any other type of investments within the meaning of Section 8 of the Professional Service Corporation Act; and to purchase and own real and personal property necessary for the rendering of professional services

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within the practice of medicine. This Corporation shall not be authorized to engage in any business other than the practice of medicine.

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of seven thousand five hundred (7,500) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

L.M. Ploucha, Esq.
c/o Atkinson, Diner, Stone, Mankuta & Ploucha, P.A.
1946 Tyler Street
Hollywood, Florida 33020

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by Bylaws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>Incorporator</u>	<u>Address</u>
ALAN ROSENBAUM	1319 St. Tropez Circle, #1201 Weston, Florida 33326

ARTICLE VIII.

COMMENCEMENT DATE

Corporate existence will commence on the date of execution of these Articles of Incorporation.

ARTICLE IX.

INCORPORATION OF PROVISIONS OF
PROFESSIONAL SERVICE CORPORATION ACT

This Corporation is intended to be a Professional Corporation within the meaning of the Professional Service Corporation Act, and accordingly, the Corporation, its Officers, Directors and Stockholders, shall be subject to all of the Sections of said Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its Officers, Directors and Stockholders, as stated in Chapter 621, Florida Statutes.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Dated: December 8, 1999.



ALAN ROSENBAUM

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.



L.M. PLOUCHA

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