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LAWRENCE R. STEINER, P.A.

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Altamonte Springs, Florida 32714  
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December 18, 2000

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-12/20/00--01071--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

UPS EXPRESS  
FILED  
00 DEC 20 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ATTENTION: DIVISION OF CORPORATIONS

Re: DR. ZEN, INC.

Dear Sir:

Enclosed herewith please find an original and one(1) copy of Articles of Incorporation for the above corporation, along with our check of \$78.75, which represents:

- |                     |              |
|---------------------|--------------|
| 1. Filing fees      | 35.00        |
| 2. Certified copy   | 8.75         |
| 3. Registered Agent | <u>35.00</u> |

\$78.75

Please return a certified copy to this office by express mail. A UPS Express envelope and prepaid, self-addressed return label are enclosed.

Thank you.

Sincerely,  
*Barbara Steiner*

BARBARA STEINER  
Legal Assistant

encl.

12-28  
inc

ARTICLES OF INCORPORATION

OF

DR. ZEN, INC.

ARTICLE I - NAME

The name of this corporation is DR. ZEN, INC., whose principal office or mailing address is 156 Harston Court, Heathrow, Florida 32746.

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this state.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of Common Stock at \$1.00 par value.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to

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others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 156 Harston Court, Heathrow, Florida 32746, and the name of the initial registered agent of this corporation at that address is Dennis M. Drazen.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three(3) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one(1). The names and addresses of the initial directors of this corporation are:

Dennis M. Drazen  
156 Harston Court  
Heathrow, Florida 32746

Jon Fogg  
600 Kings Mill Cove, #208  
Lake Mary, Florida 32746

Brian E. Drazen  
156 Harston Court  
Heathrow, Florida 32746

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these articles are:

Dennis M. Drazen  
156 Harston Court  
Heathrow, Florida 32746

Jon Fogg  
600 Kings Mill Cove, #208  
Lake Mary, Florida 32746

Brian E. Drazen  
156 Harston Court  
Heathrow, Florida 32746

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned subscribers have

executed these Articles of Incorporation, this 18<sup>th</sup> day of  
December, 2000.

Dennis M. Drazen

DENNIS M. DRAZEN, Subscriber

Jon Fogg

JON FOGG, Subscriber

Brian E. Drazen

BRIAN E. DRAZEN, Subscriber

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me  
this 18<sup>th</sup> day of December, 2000, by DENNIS M. DRAZEN,  
who is personally known to me.

Lawrence R. Steiner

Notary Public

My commission expires:

(SEAL)

STATE OF FLORIDA

COUNTY OF SEMINOLE



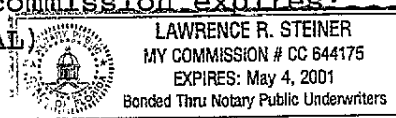
The foregoing instrument was acknowledged before me  
this 18<sup>th</sup> day of December, 2000, by JON FOGG, who is  
personally known to me, or who has produced driver's license as  
identification.

Lawrence R. Steiner

Notary Public

My commission expires:

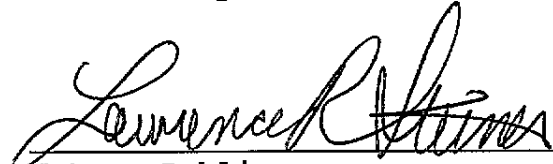
(SEAL)



STATE OF FLORIDA

COUNTY OF SEMINOLE

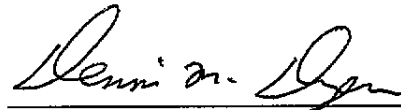
The foregoing instrument was acknowledged before me  
this 18<sup>th</sup> day of December, 2000, by BRIAN E. DRAZEN,  
who is personally known to me, or who has produced driver's  
license as identification.

  
Notary Public

My commission expires:



Having been named registered agent to accept service of  
process for the above-stated corporation, at the place designated  
in the articles, I hereby accept to act in this capacity, and  
agree to comply with the provisions of the Florida Statutes in  
all matters relative thereto.



DENNIS M. DRAZEN, Registered Agent