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TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
*Life Way, Inc*  
\_\_\_\_\_

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- NonProfit
- Limited Liability Company
- Foreign
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STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
**LifeWay, Inc.**

\* \* \* \* \*

FIRST: The corporate name that satisfies the requirements of Section 607.0401 is: LifeWay, Inc.

SECOND: The street address of the initial principal office and the mailing address of the corporation is 1444 Biscayne Boulevard, Suite 230, Miami, Florida 33132.

THIRD: The number of shares the corporation is authorized to issue is one thousand (1,000) shares of the par value of One Mil (\$.001) per share.

FOURTH: The street address of the initial registered office of the corporation is c/o C T CORPORATION SYSTEM, 1200 South Pine Island Road, City of Plantation, Florida, and the name of its initial registered agent at such address is C T CORPORATION SYSTEM.

FIFTH: The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT N. ELKINS	c/o RNE Partners, L.L.C. 641 Lexington Avenue - 21st Fl. New York, New York 10022
FRED McCALL-PEREZ	1444 Biscayne Boulevard Suite 230 Miami, Florida 33132

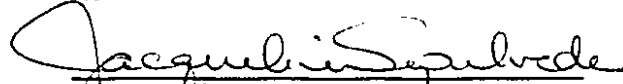
SIXTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
KIT RASEMAN	1633 Broadway New York, New York 10019
LINDA FERRANTI	1633 Broadway New York, New York 10019
JACQUELINE SEPULVEDA	1633 Broadway New York, New York 10019

The undersigned have executed these Articles of Incorporation this 8th day of June, 1995.

  
\_\_\_\_\_  
Kit Raseman

  
\_\_\_\_\_  
Linda Ferranti

  
\_\_\_\_\_  
Jacqueline Sepulveda

Acceptance by Registered Agent as required in  
Section 607.0501 (3) F.S.:

C T Corporation System is familiar with and accepts  
the obligations provided for in Section 607.0505.

C T CORPORATION SYSTEM

By: 

Timothy E. Carlson  
Assistant Secretary

Dated, June 8, 1995.

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TALLAHASSEE, FLORIDA

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

CORPORATION(S) NAME

Lifeway, Inc.

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- NonProfit
- Amendment
- Foreign
- Limited Partnership
- Reinstatement
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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

LIFEWAY, INC.

(BY VOTE OF SHAREHOLDERS)

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

**FIRST: THE NAME OF THE CORPORATION IS LIFEWAY, INC.**

**SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED "THIRD" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:**

**THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS TWENTY-FIVE MILLION (25,000,000) SHARES OF THE PAR VALUE OF ONE MIL (\$0.01) PER SHARE.**

**FOURTH: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON THE 12 DAY OF NOVEMBER, 1995.**

**FIFTH: THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT BY THE SHAREHOLDERS WAS SUFFICIENT FOR APPROVAL.**

[SIGNATURES ON FOLLOWING PAGE]

SIGNED THIS 2nd DAY July, 1976

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LIFEWAY, INC.

BY

Fred McCall-Perez  
FRED MCCALL-PEREZ, PRESIDENT