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June 17, 1997

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Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of American Diabetic Foundation, Inc.

Gentlemen:

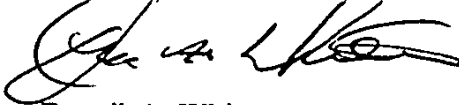
Please find enclosed for filing an original and one copy of the Articles of Incorporation of American Diabetic Foundation, Inc. Also enclosed is a check payable to Florida Secretary of State in the amount of \$122.50 representing \$70 for the filing fee and \$52.50 for a certified copy of the Articles.

Please return the certified copy of the Articles to the undersigned when filed.

Thank you for your prompt attention to this matter.

Very truly yours,

ROGERS, MORRIS & ZIEGLER



Russell A. White

RAW:mt
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 20 PM 12:09

6-23-97
WS

ARTICLES OF INCORPORATION
OF
AMERICAN DIABETIC FOUNDATION, INC.

SECRET
DIVISION OF CORPORATIONS
97 JUN 20 PM 12:09

Article I - Name and Location

The name and location of this corporation is:

AMERICAN DIABETIC FOUNDATION, INC.
1537 E. Hillsboro Boulevard, Apt. 741
Deerfield Beach, Florida 33441

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

Article V - Preemptive 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 others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is Suite 300, 1401 East Broward Boulevard, Fort Lauderdale, Florida 33301; and the name of the initial registered agent of this corporation at that address is Russell A. White, Esq.

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 By-Laws, but shall never be less than one (1).

The name(s) and addresses of the Director(s) are:

Name	Address
Dorothy Feld -	1537 E. Hillsboro Blvd., Apt. 741 Deerfield Beach, Florida 33441
Richard Feld -	18037 Golden Spring Court Olney, Maryland 20832
Jeffrey Feld -	8755 Summerville Place Orlando, Florida 32819

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is:

Dorothy Feld, 1537 E. Hillsboro Boulevard, Apartment 741, Deerfield Beach, Florida 33441.

Article IX - Indemnification

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

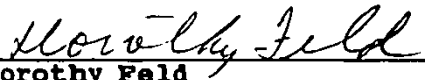
Article X - Amendment

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.

Article XI - Stock Agreements

The stockholders of this corporation may enter into agreements between themselves regarding their respective rights and duties with reference to the shares of stock of this corporation, and such agreements may include any limitation upon the transferability or assignment of the stock and the conferring of preemptive rights of purchase upon the stockholders as condition precedent to the sale of other stock, and such agreements shall be valid, and this corporation may join as a party thereto.

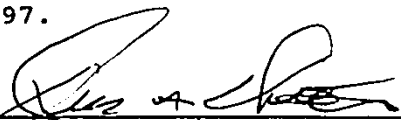
IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 13 day of June, A. D., 1997.


Dorothy Feld

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **AMERICAN DIABETIC FOUNDATION, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 16th day of June, 1997.


Russell A. White
Registered Agent

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