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P98000087845

22 September 1998

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

Re: The Health Rights Movement, Inc.

600002648996--7
-09/25/98--01059--004
*****87.50 *****87.50

Gentlemen:

Enclosed please find the original and copy of the Articles of Incorporation for the above captioned firm. Please file the original, certify the copy and return same to this office.

Enclosed is a check for $87.50 to cover the cost of filing, registration of the agent and certification of the copy.

Thanking you for this and previous courtesies, I am,

Very truly yours,

Michael R. Miller
Senior Counsel

MRM: lg

Enclosures

FILED
98 OCT -1 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-1-98

FILED
98 OCT -1 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

THE HEALTH RIGHTS MOVEMENT, INC.

ARTICLE I - NAME

The name of this Corporation is The Health Rights Movement, Inc.

ARTICLE 11 - DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

'This Corporation is formed for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5,000) Shares of Capital Stock with a par value of Ten ($10. 00) Dollars each share, such shares to be designated as "Common Shares.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this Corporation is 2785 NE. 183rd Street, Aventura, Florida 33160, and the name of the initial registered agent at that address is Marie A. Dicowden, Ph.D.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have at least one but not more than five (5) directors. The number of directors may be either increased or decreased from time to time by the by-laws, however, there shall never be less than one director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Marie A. Dicowden, Ph.D.
2785 NE. 183rd Street
Aventura, Florida 33160

ARTICLE VII - INCORPORATORS

The name and address of the Incorporator signing these Articles is: Marie A. Dicowden, Ph.D., 2785 NE. 183rd Street, Aventura, Florida 33160.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of September, 1998.

Marie A. DiCowden, Ph.D.
Incorporator

CERTIFICATE DESIGNATING REGISTERE D AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that THE HEALTH RIGHTS MOVEMENT, INC. desiring to organize under the laws of the State of Florida, with its principal place of business at 2785 N.E. 183rd Street, Aventura, Florida 33160 has named MARIE A. DICOWDEN, PH.D., located at 2785 N.E. 183rd Street, Aventura, Florida 33160, as its agent to accept service of process within Florida.

Dated: Sept. 22, 1998

INCORPORATOR

Having been named to accept service of process for the above named 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 this proper performance of my duties.

Marie A. DiCowden, Ph.D.
Registered Agent

FILED
98 OCT -1 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA