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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I200000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FLORIDA PROFIT CORPORATION OR P.A.

ARTIFAXX, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
ARTIFAXX, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is ARTIFAXX, INC. Its principal office address and business mailing address is 10770 N.W. 66th Street, Suite 304, Miami, FL 33178.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 1200 Brickell Avenue, Suite 950, Miami, FL 33131 and the initial registered agent of this Corporation at such office shall be Marlon A. Hill, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Peter Simmons	9521 Fountainbleau Blvd. Miami, FL 33172
Stefan Simmons-Brathwaite	10770 N.W. 66 th Street Suite 304 Miami, FL 33178
Andrew Gentles	12119 S.W. 251 st Street Princeton, FL 33032

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Marlon A. Hill, Esq.	1200 Brickell Avenue Suite 950 Miami, FL 33131



Marlon A. Hill, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ARTIFAXX, INC., at the place designated in the Articles of Incorporation, Marlon A. Hill, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: June 24, 2002
Marlon A. Hill, Esq.

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