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Katherine Harris, Secretary of State

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 9, 2001

EMPIRE

SUBJECT: CENTURY CANCER FOUNDATION, INC.
REF: W01000025911

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LIST THE REGISTERED AGENTS ADDRESS.

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
CENTURY CANCER FOUNDATION, INC.

I, the undersigned acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation and associates together for the purpose of becoming a corporation, not for profit, providing for the formation, liability, rights, privileges and immunities of corporation not for profit.

ARTICLE I

The name of the corporation shall be CENTURY CANCER FOUNDATION, INC. The Principal place of business and mailing address of this corporation shall be:

901 Lincoln Road
Miami Beach, FL 33139

ARTICLE II

The existence of this corporation shall be perpetual unless dissolved according to law.

ARTICLE III

The purpose for which this corporation is organized is to promote cancer awareness.

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ARTICLE IV

The qualification of members and the manner of their admission to this nonprofit corporation is to be provided for in the Bylaws, and shall be on any applicant who desires to promote cancer awareness in South Florida.

ARTICLE V

The number constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the persons who are to serve initially are:

Louis J. Terminello
Terminello & Terminello, P.A.
2700 S.W. 37th Avenue
Miami, FL 33133

Robert C. Rifkin
901 Lincoln Road
Miami Beach, FL 33139

David I. Tornek
901 Lincoln Road
Miami Beach, FL 33139

ARTICLE VI

The manner in which the next Board of Directors is to be elected will be stated in the corporate bylaws, as provided for in F.S. 617.0202.

ARTICLE VII

This corporation is organized under a non-stock basis.

ARTICLE VIII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempted organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or further law, or the Federal State, or Local Government for exclusive public purpose.

ARTICLE IX

The name and address of the incorporator of this not for profit corporation is:

Louis J. Terminello, Esq.
Terminello & Terminello, P.A.
2700 S.W. 37th Avenue
Miami, FL 33133

I THE UNDERSIGNED, being the Incorporator here above named, for the purpose of forming a corporation not-for-profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation hereby declaring and certifying that the facts herein state are true and accordingly have hereunto set my hand and seal this 14 day of November, 2001.



Louis J. Terminello

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared LOUIS J. TERMINELLO, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 7th day of November, 2001.


NOTARY PUBLIC State of Florida
My Commission Expires:

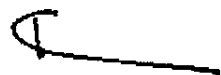


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida law the following is submitted:

CENTURY CANCER FOUNDATION desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 901 Lincoln Road, Miami Beach, FL 33139, has named Louis J. Terminello, as its agent to accept service of process within Florida at: Terminello & Terminello, P.A., 2700 S.W. 37th Avenue, Miami, FL 33133

Dated: Nov 7, 2001




Louis J. Terminello

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, not for profit at the place designated in this certificate, I heraby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



LOUIS J. TERMINELLO
Registered Agent

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