

FROM: HOLLAND & KNIGHT

FAX NO.: 487 244 5288

01-12-00 15:31 P.01

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Florida Department of State
Division of Corporations
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From:
Account Name : HOLLAND & KNIGHT
Account Number : 075350000340
Phone : (407) 425-8500
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FLORIDA PROFIT CORPORATION OR P.A.

MIND GEL, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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B. McKnight JAN 13 2000

ARTICLES OF INCORPORATION
OF
MIND GEL, INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be MIND GEL, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 320 North Magnolia Avenue, Suite A-8, Orlando, Florida 32801, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

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ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 320 North Magnolia Avenue, Suite A-8, Orlando, Florida 32801. The initial registered agent of the Corporation at the registered office shall be Daniel J. Ramirez.

ARTICLE VII
Initial Board of Directors

The initial Board of Directors shall consist of one (1) director. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders are:

| <u>Name</u> | <u>Address</u> |
|-------------------|--|
| Daniel J. Ramirez | 320 North Magnolia Avenue Suite A-8 Orlando, Florida 32801 |

ARTICLE VIII
Incorporator

The name and address of the incorporator of the Corporation is:

| <u>Name</u> | <u>Address</u> |
|-------------------|--|
| Daniel J. Ramirez | 320 North Magnolia Avenue Suite A-8 Orlando, Florida 32801 |

Executed this 12 day of January, 2000.


Daniel J. Ramirez, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Daniel J. Ramirez, Registered Agent

Date: January 12, 2000

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