

Jack L. Weitzman, P.A.

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Florida Department of State

Division of Corporations

P.O. BOX 6327

Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Incorporation of Complete Family Dental Care, Inc.
Complete Family Medical Care, Inc.; Lion Advertising, Inc.
and Lion Management Corp.

To whom it may concern:

Enclosed herewith please find four corporations
to be filed along with our checks. Please be so kind as to
file same and to then return certified copies to the undersigned.
Thank you for your assistance.

Very truly yours

Jack L. Weitzman

JACK L. WEITZMAN, ESQ.

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****315.00 *****78.75

ARTICLES OF INCORPORATION

OF

SION MANAGEMENT CORP.

ARTICLE I

NAME

The name of the corporation is SION MANAGEMENT CORP.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States or Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office and agent of this corporation is:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (a) Registered Agent - Jack L. Weitzman
(b) Registered Agent Office - 9190 Sunset Drive
Miami, Florida 33173

ARTICLE VI

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of the Corporation is at 1125-27 N.W. 22 Avenue, Miami, FL 33125. The office and mailing address of the Corporation is 1125-27 N.W. 22 Avenue, Miami, Florida 33125.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial Directors of this corporation are:

Initial Directors:

Jose Almanzar
12977 S.W. 132 Court
Miami, FL 33186

Felicia Lopez
14597 S.W. 112 Street
Miami, FL 33186

Euridice Almanzar
12977 S.W. 132 Court
Miami, FL 33186

ARTICLE VIII

INCORPORATOR

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

Jack L. Weitzman, 9190 Sunset Drive, Miami, FL 33173.

ARTICLE IX

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to these articles, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles this 21st day of January, 2000.



JACK L. WEITZMAN

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

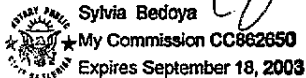
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BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACK L. WEITZMAN, known to me and known by me to be the person who executed the foregoing articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 21 day of January, 2000.

Sylvia Bedoya
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.0501 and 607.0505, Florida Statutes.

DATED this 21st day of January, 2000.

Jack L. Weitzman
JACK L. WEITZMAN
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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