

P00000028337



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 630535 81043A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 20, 2000

ORDER TIME : 10:52 AM

ORDER NO. : 630535-005

CUSTOMER NO: 81043A

CUSTOMER: Jack L. Weitzman, Esq
JACK L. WEITZMAN, PA
JACK L. WEITZMAN, PA
9190 Sunset Drive

Miami, FL 33173

DOMESTIC FILING

NAME: RAPHA HEALTH INSTITUTE AND
WELLNESS CENTER CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

000003175620-8
-03/20/00-01067-015
*****78.75 *****78.75

RECEIVED
00 MAR 20 PM 12:07
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 MAR 20 PM 12:44

3/20/00

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

00 MAR 20 PM 12:45

RAPHA HEALTH INSTITUTE AND WELLNESS CENTER CORP.

ARTICLE I

NAME

The name of the corporation is RAPHA HEALTH INSTITUTE AND WELLNESS CENTER 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: (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 RAPHA HEALTH INSTITUTE AND WELLNESS CENTER CORP. Its street and mailing address of the Corporation is 8299 S. Dixie Highway, South Miami, Florida 33143.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director 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 Director of this corporation is:

Director:

Catherine Hensley
8299 S. Dixie Highway
S. Miami, FL 33143

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 17th day of March, 2000.


JACK L. WEITZMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 20 PM 12:45


STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

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 17th day of March, 2000.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

 Alexandra L. Nieto
My Commission CC695083
Expires November 6, 2001

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 17th day of March, 2000.


JACK L. WEITZMAN
REGISTERED AGENT