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**GLOBAL HEALTH CARE SYSTEMS, INC.**

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June 15, 2000

Divisions of Corporations  
c/o John Nedeau  
409 East Gaines Street  
Tallahassee, Florida 32399

500003312595--1  
-07/05/00--01025--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Global Health Care Systems, Inc.

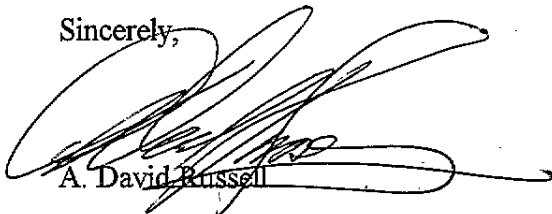
Dear Mr. Nedeau:

Enclosed please find two copies of executed Articles of Incorporation for Global Health Care Systems, Inc. and one copy of Consent to use this name.

In addition, please find check #3360 enclosed in the amount of \$78.75 that represents the filing fee and registered agent designation and Certified Copy.

Thank you in advance for the processing of these documents.

Sincerely,



A. David Russell

Enclosure

ADR/jgr

FILED  
00 JUL -5 AM 7:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESMAN JUL 6 2000

**ARTICLES OF INCORPORATION  
OF  
GLOBAL HEALTH CARE SYSTEMS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is Global Health Care Systems, Inc.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is to be perpetual.

**ARTICLE THREE  
PURPOSE**

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE FOUR  
CAPITALIZATION**

The aggregate number of shares that the corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE FIVE  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 6461 Sunset Drive, Miami, Florida 33143.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE SIX  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 6461 Sunset Drive, Miami, Florida 33143 and the name of its initial registered agent at such address, is.. A. David Russell.

**ARTICLE SEVEN  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation shall be not less than One (1). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Vera Louro Arena	801 Brickell Bay Drive, Apt. #465 Miami, Florida 33131
J. Fernando P. Arena	801 Brickell Bay Drive, Apt. #465 Miami, Florida 33131
A. David Russell	P. O. Box 560427 Miami, Florida 33256-0427

**ARTICLE EIGHT  
INCORPORATORS**

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Vera Louro Arena	801 Brickell Bay Drive Apartment #465 Miami, Florida 33131
J. Fernando P. Arena	801 Brickell Bay Drive Apartment #465 Miami, Florida 33131
A. David Russell	P. O. Box 560427 Miami, Florida 33256-0427

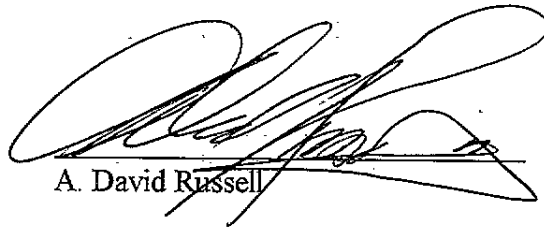
**ARTICLE NINE  
INDEMNIFICATION**

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

**ARTICLE TEN  
AMENDMENTS**

These articles of incorporation may be amended in the manner authorized by at the time of amendment.

IN WITNESS WHERETO, I, A. David Russell, being the incorporator of this corporation, make and file these articles of incorporation this 15<sup>th</sup> day of June, 2000.



A. David Russell

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

IN COMPLIANCE WITH SECTION 607.0502, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

THAT GLOBAL HEALTH CARE SYSTEMS, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,  
WITH ITS PRINCIPAL PLACE OF BUSINESS AT:

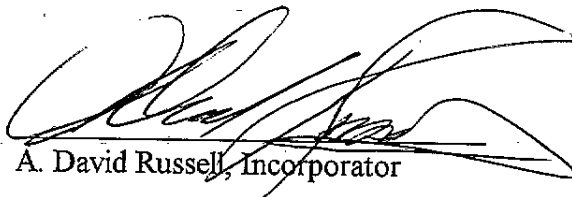
6461 Sunset Drive  
South Miami, Florida 33143

HAS NAMED A. DAVID RUSSELL, LOCATED AT 6461 SUNSET DRIVE,  
MIAMI, FLORIDA 33143, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

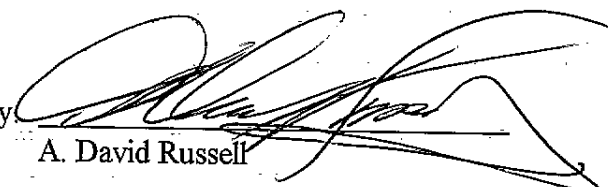
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A. David Russell, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER  
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE  
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

By   
A. David Russell