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July 25, 2000

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
00 JUL 26 AM 9:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RE: Lifeforce Solutions Corporation

600003338386--4  
-07/27/00--01073--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	8.75
3.	Registered Agent Designation	<u>35.00</u>
TOTAL		\$ 78.75

Please send us a certified copy of the Articles of Incorporation once filed.

Sincerely,

David M. Presnick  
David M. Presnick

Enclosures  
cc: Karena L. Gramly

gk 7/31

**ARTICLES OF INCORPORATION  
OF  
LIFEFORCE SOLUTIONS CORPORATION**

FILED  
00 JUL 26 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 1

Name

The name of the corporation is **LIFEFORCE SOLUTIONS CORPORATION**.

Article 2

Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article 3

General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article 4

Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000 shares of common voting stock having a par value of \$1.00 per share.

Article 5

Principal Office and Registered Agent

The street address of the principal office of the corporation is 368 McArthur Circle, Cocoa, Florida 32927. The name of the initial registered agent of the corporation at that address is Karena L. Gramly.

Article 6

Directors

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as members thereof are as follows:

NAME

STREET ADDRESS

Karena L. Gramly

368 McArthur Circle  
Cocoa, Florida 32927

Kenneth B. Gramly

368 McArthur Circle  
Cocoa, Florida 32927

The number of directors may be changed from time to time by the bylaws.

Article 7  
Incorporator

The name and street address of the incorporator and subscriber to 1,000 shares of the common voting stock of this corporation is as follows:

NAME

STREET ADDRESS

Karena L. Gramly

368 McArthur Circle  
Cocoa, Florida 32927

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this 25 day of July, 2000.

  
KARENA L. GRAMLY

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 25 day of July, 2000, by KARENA L. GRAMLY, who is personally known to me, and who did not take an oath.

  
NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

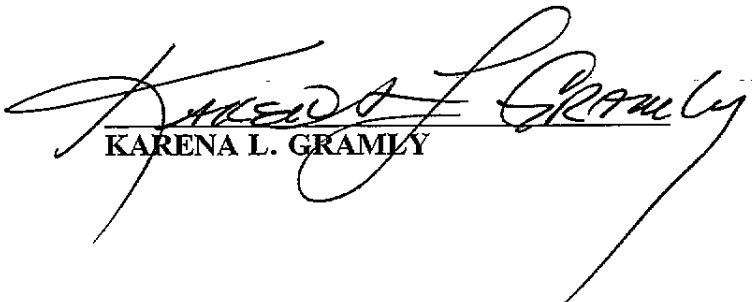
Pursuant to Section 48.091, *Florida Statutes*, **LIFEFORCE SOLUTIONS CORPORATION** hereby designates KARENA L. GRAMLY and 368 McArthur Circle, Cocoa, Florida 32927, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

**LIFEFORCE SOLUTIONS CORPORATION**

By:   
KARENA L. GRAMLY

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of **LIFEFORCE SOLUTIONS CORPORATION** for service of process within the State of Florida.

  
KARENA L. GRAMLY

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TALLAHASSEE, FLORIDA