

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Altheia, Inc.

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- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ✓ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED

00 SEP 28 AM 11:09

DIVISION OF CORPORATION

9/28

ARTICLES OF INCORPORATION

OF

ALETHEIA, INC.

FILED
00 SEP 28 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is ALETHEIA, INC.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation is perpetual. The principal place of business of the corporation is: 4320 SW 15th Street, Miami, FL 33134.

ARTICLE V

The street address of the initial registered office of the corporation is 1550 Madruga Avenue, Suite #120, Coral Gables, Florida 33146, and the initial registered agent of the corporation at that address is Mark L. Rivlin.

The corporation shall have one (1) director(s) initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VI

The name and address of the member of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until his successor is elected and qualified is: —

DIRECTOR	ADDRESS
Natalia Duwin	4320 SW 15 Street Miami, Florida 33134

ARTICLE VII

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE IX

The name and address of the person signing these Articles is:

Natalia Duwin
4320 SW 15th Street
Miami, FL 33134

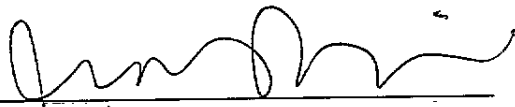
ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders meeting by the affirmative vote of the holders of two-third (2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XI

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

EXECUTED this 27 day of September, 2000.




Natalia Duwin

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Natalia Duwin to me known to be the person who subscribed to the foregoing Articles of Incorporation of ALETHEIA, INC., and she acknowledged that she did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

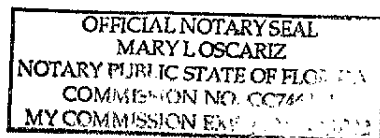
WITNESS my hand and seal this 27 day of September, 2000.


NOTARY PUBLIC, STATE OF FL.

MARY L. OSCARIZ

S E A L

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT

AND

REGISTERED OFFICE

FILED
00 SEP 28 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

ALETHEIA, INC., desiring to organize under the laws of the State of Florida, hereby designates Mark L. Rivlin as its registered agent and 1550 Madruga Avenue, Suite #120, Coral Gables, Florida 33146, as its registered office..

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent for the above corporation; I hereby agree to act in such capacity for such Corporation at its registered office.



Mark L. Rivlin