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818427/78.75-U

October 20, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

Parent and Child Weight Management Centers, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Certificate of Fictitious Name
- ☐

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED
OCT 20 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
OCT 20 PM 1:40
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION OF
PARENT AND CHILD WEIGHT MANAGEMENT CENTERS INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, for the purpose of forming a corporation, the undersigned incorporator hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: PARENT AND CHILD WEIGHT MANAGEMENT CENTERS INC.

ARTICLE II

The mailing address and principal place of business of this corporation shall be: 15884 SW 84th Street, Miami, FL 33193

ARTICLE III

The corporation is authorized to issue one class of stock, that being 100,000 shares of Voting Common Stock with \$1 par value. The transfer of these shares will be governed by the bylaws of the corporation.

ARTICLE IV

The name and address of the corporation's initial registered agent is:

Jorge L. Gurian, P.A.
75 Valencia Avenue, 4th Floor
Coral Gables, Florida 33134

ARTICLE V

The corporation's initial Board of Directors shall consist of two Directors whose names and addresses are:

Ann Mary Fernandez
15884 SW 84th Street
Miami, FL 33193

Jose Soto
15884 SW 84th Street
Miami, FL 33193

ARTICLE VI

The name and street address of the incorporator of these Articles of Incorporation is:

Jorge Gurian
75 Valencia Avenue, 4th Floor
Coral Gables, FL 33134

ARTICLE VII

The name and addresses of the initial officers of the corporation are as follows:

Ann Mary Fernandez
President
15884 SW 84th Street
Miami, FL 33193

Jose Soto
Secretary
15884 SW 84th Street
Miami, FL 33193

ARTICLE VIII

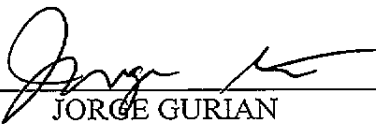
The corporation will be authorized to undertake any legal and valid business purpose as recognized under the laws of the State of Florida.

ARTICLE IX

No Director shall be held liable to the corporation or its shareholders for its monetary damages due to a breach of fiduciary duty, unless the breach is a result of intentional misconduct, self dealing or illegal actions.

That the undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

The undersigned incorporator, Jorge Gurian, has executed these Articles of Incorporation on this 19th day of October, 2000.



JORGE GURIAN
INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND A REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: PARENT AND CHILD WEIGHT MANAGEMENT CENTERS INC.

2. The name and the Florida street address of the initial registered agent are:

Jorge L. Gurian, P.A.
75 Valencia Avenue
4th Floor
Coral Gables, Florida 33134

Having been named as registered agent and to accept service of process for Parent and Child Weight Management Centers Inc. at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

JORGE L. GURIAN, P.A.

By: _____

JORGE L. GURIAN

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