

PO00000103793

STEPHEN J. DRESNICK, M.D.

130 Casuarina Concourse

Coral Gables, FL 33143

Res 305-666-2335 – Office 305-444-1440 ext 102

October 30, 2000

Secretary of State
Division of Corporation
Filing Section – 850-487-6052
409 E. Gaines Street
Tallahassee, FL 32399

800003451838--3
-11/03/00--01090--020
*****87.50 *****87.50

REF: Articles of Incorporation of LifeStar Services, Inc.

Dear Sir or Madam:

I have enclosed the following items regarding incorporating the entity:

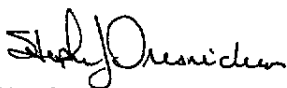
- A. Articles of Incorporation of LifeStar Services, Inc.
- B. Check for \$87.50 payable to Secretary of State for filing fees. (\$78.75 Filing & Certified Copy and \$8.75 for Certified Copy)

FILED
00 NOV -3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please date stamp this letter to acknowledge receipt of same and return certified copy to me in the self-addressed overnight delivery envelope provided for your assistance.

Thank you for your prompt cooperation and assistance in this matter.

Sincerely,



Stephen J. Dresnick, M.D.

wp

enclosures

08/11/6

ARTICLES OF INCORPORATION
OF
LifeStar Services, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

FILED
00 NOV -3 AM 11:07
TALLAHASSEE FLORIDA
SECRETARY OF STATE

1. **NAME.** The name of the Corporation is: LifeStar Services, Inc.
2. **PRINCIPAL OFFICE.** The address of the principal office of the corporation is as follows:

LifeStar Services, Inc.
3211 Ponce de Leon Blvd – Suite 200
Coral Gables, FL 33134
Phone: 305-444-1440 ext 104

3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK.** The corporation is authorized to issue ONE HUNDRED MILLION (100,000,000) shares of common stock, all of one class, at NO Par Value.
5. **INITIAL REGISTERED AGENT.** The name and address of the initial registered agent of the corporation is as follows:

Stephen J. Dresnick, M.D.
3211 Ponce de Leon Blvd – Suite 200
Coral Gables, FL 33134

7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time as provided for in the bylaws of the corporation and in the manner provided by law, but shall never be less than ONE (1) director. The name and address of the initial director of the corporation is:

Stephen J. Dresnick, M.D.
130 Casuarina Concourse
Coral Gables, FL 33134

8. **AMENDMENT OF ARTICLES.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. INDEMNIFICATION. To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. INCORPORATOR. The name and address of the incorporator is:

Stephen J. Dresnick, M.D.
130 Casuarina Concourse
Coral Gables, FL 33134

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30TH day of OCTOBER, 2000.

Stephen J. Dresnick
INCORPORATOR

STATE OF FLORIDA)

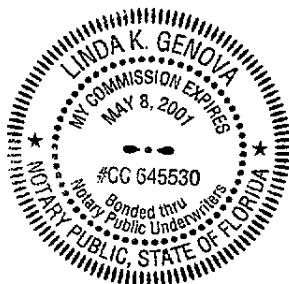
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Stephen J. Dresnick, M.D., to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 30TH day of OCTOBER, 2000.

Linda K. Genova
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES: 5/8/2001



CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that LifeStar Services, Inc., a Florida corporation qualified to do business under the laws of this State, has appointed Stephen J. Dresnick, M.D. as its agent to accept service of process within this State at the following address:

Stephen J. Dresnick, M.D.
3211 Ponce de Leon Blvd – Suite 200
Coral Gables, FL 33134

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Stephen J. Dresnick, M.D.

FILED
JAN -3 AM 11:07
TALLAHASSEE, FLORIDA