

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN
PICK UP 11/14/00

Handwritten signature

CERTIFIED COPY

CUS

✓ PHOTO COPY

✓ FILING

Profit

00 NOV 14 PH 3:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Xenacare

Consultant Corporation

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

600003463136--0
-11/14/00--01052--010
*****70.00 *****70.00

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

RECEIVED
DEFINITION & STATE
DIVISION
00 NOV 14 AM 11:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SPECIAL INSTRUCTIONS

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

Handwritten signature
11-14

ARTICLES OF INCORPORATION
Of
XENACARE CONSULTANT CORPORATION

[In compliance with Chapter 607 of the Florida Statutes]

FILED
00 NOV 14 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Article 1: Name: The name of the corporation shall be XenaCare Consultant Corporation.
- Article 2: Principal Office: The principal place of business and mailing address is: 4339 Hunting Trail, Lake Worth, Florida 33467.
- Article 3: Purpose: The purpose for which the corporation is organized is to engage in any lawful act or activity for which a corporation may be organized under the Florida Statutes.
- Article 4: Shares:
- (a) The Corporation is authorized to issue two classes of shares, to be designated Common Shares and Preferred Shares. The total number of Common Shares that the Corporation is authorized to issue is twenty million (20,000,000) shares with a par value of \$0.001. The total number of Preferred Shares that the Corporation is authorized to issue is ten million (10,000,000) shares with a par value of \$0.001. The Corporation is not authorized to issue any shares without a par value.
 - (b) The Preferred Shares may be divided into any number of series as the Board of Directors, in its discretion, shall determine from time to time. The Board of Directors is authorized to fix the designation of any series of Preferred Shares, to fix the number of shares of any series of Preferred Shares, and to establish and modify the rights, preferences, privileges, and restrictions granted to or imposed upon any wholly unissued series of Preferred Shares. Subject to any restrictions or other limitations specified in any resolutions adopted by the Board of Directors originally fixing the number of shares comprising any series, the Board of Directors may increase or reduce the number of shares of any series subsequent to the issue of shares of that series, provided that no reduction may reduce the number of authorized shares below the number of shares of that series then outstanding. If the number of shares of any series shall be so reduced, the shares no longer authorized as a result of the reduction shall resume the status they had prior to the adoption of the resolution originally fixing the number of shares of the series.

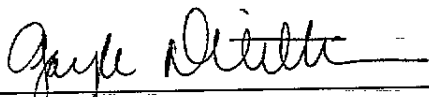
Article 5: Initial Directors: The First Board of Directors/Trustees shall consist of one (1) member whose name and address is as follows:

Alan Xenakis, MD, 4339 Hunting Trail, Lake Worth, FL 33467

Article 6: Registered Agent: Paracorp Incorporated, 236 E. Sixth Avenue, Tallahassee, FL 32303.

Article 7: Incorporator: Gayle Detillion, Lanahan & Reilley LLP, 3558 Round Barn Blvd., Suite 300, Santa Rosa, CA 95403.

Dated as of this 10th day of November , 2000.


Gayle Detillion, Incorporator

FILED
00 NOV 14 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature of Registered Agent

Date: 11/13/00