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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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FLORIDA PROFIT CORPORATION OR P.A.

JUPITER RESEARCH INSTITUTE, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
JUPITER RESEARCH INSTITUTE, INC.

ARTICLE I - NAME

The name of the Corporation is Jupiter Research Institute, Inc.

ARTICLE II - PURPOSE

Any lawful activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE III - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business and the mailing address of the Corporation is 1002 S. Old Dixie Highway, Suite 301, Jupiter, Florida, 33458, and the name of the initial registered agent of this Corporation, at that address, is MICHAEL E. SCHWARTZ, D.O.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished in

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time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

MICHAEL E. SCHWARTZ, D.O.  
1002 S. Old Dixie Highway  
Suite 301  
Jupiter, Florida 33458

ARTICLE VII - INCORPORATOR(S)

The names and addresses of the persons signing these Articles are:

MICHAEL E. SCHWARTZ, D.O.  
1002 S. Old Dixie Highway  
Suite 301  
Jupiter, Florida 33458

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by any stockholder of the Corporation.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or directors, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This 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 shareholder is subject to this reservation.

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ARTICLE XII - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of Five Dollar (\$5.00) par value.

IN WITNESS WHEREOF, the undersigned subscribers, MICHAEL E. SCHWARTZ, D.O., has executed these Articles of Incorporation, this // day of November, 2000.

*[Handwritten Signature]*  
MICHAEL E. SCHWARTZ, D.O.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared MICHAEL E. SCHWARTZ, D.O., who being by me first duly sworn, deposes and says that he/she executed the foregoing Articles of Incorporation, and they are true and correct to the best of his/her knowledge and belief.

SWORN TO AND SUBSCRIBED before me this // day of November, 2000, by MICHAEL E. SCHWARTZ, D.O., who did take an oath.

*[Handwritten Signature]*  
Notary Public  
Print Name: \_\_\_\_\_  
 Personally known to me or  
 Produced identification



David S. Helton  
MY COMMISSION # 00311513 EXPIRES  
May 11, 2001  
DONOR: THRU THEY PLAN INSURANCE, INC.

\_\_\_\_\_  
type of identification

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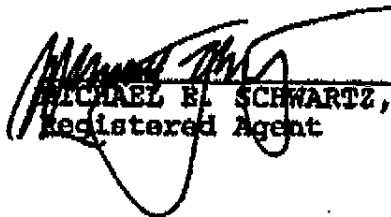
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

First--That JUPITER RESEARCH INSTITUTE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named MICHAEL E. SCHWARTZ, D.O., located at 1002 S. Old Dixie Highway, Suite 301, City of Jupiter, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

  
MICHAEL E. SCHWARTZ, D.O.  
Registered Agent

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