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EFFECTIVE DATE  
11-16-00

11/17/00

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.  
CONTACT: LUIS URIARTE  
PHONE: (305)672-0686

ACCT#: 110432003053

FAX #: (305)672-9110

NAME: M7, INC.

AUDIT NUMBER.....H00000060488

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 17, 2000

CORPORATE CREATIONS

SUBJECT: ~~W7, INC.~~ MATITIS, Inc.  
REF: W00000027399

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan  
Document Specialist

FAX Aud. #: H00000060488  
Letter Number: 100A00059211

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
MATITIS, Inc.

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### Article II. Address

The Corporation's mailing address is:  
MATITIS, Inc.  
2333 Brickell  
Suite 805  
Miami FL 33129

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### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Corporate Creations Network Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

### Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:  
Mary Hellmund

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 500 shares of common stock, par value \$1.00 per share.

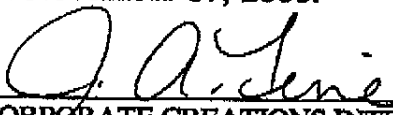
Article VI. Incorporator

The name and address of the incorporator is:  
Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 16, 2000.

The undersigned incorporator executed these Articles of Incorporation on November 17, 2000.

  
\_\_\_\_\_  
CORPORATE CREATIONS INTERNATIONAL INC.  
Julie A. Fine Vice President

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**  
**MATITIS, Inc.**

**REGISTERED AGENT/OFFICE:**  
**Corporate Creations Network Inc.**  
**941 Fourth Street #200**  
**Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
**CORPORATE CREATIONS NETWORK INC.**  
**Julie A. Fine, Vice President**

**Date: November 17, 2000**

**Corporate Creations International Inc.**  
**941 Fourth Street #200**  
**Miami Beach FL 33139**  
**(305) 672-0686**

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