

P01000032897

**Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State**

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000032387 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

**Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 30 AM 9:24**

FLORIDA PROFIT CORPORATION OR P.A.

HEALTHWISE TRAVEL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

H01000032387

ARTICLES OF INCORPORATION
OF
HEALTHWISE TRAVEL, INC.

ARTICLE I

The name of the corporation is Healthwise Travel, Inc. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1011 S.E. 5th Court, Fort Lauderdale, Florida 33301.

ARTICLE III

This Corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 S.E. 5th Court, Fort Lauderdale, Florida 33301 and the name of its initial registered agent at such office is Grant J. Smith, Esq.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

H01000032387

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 30 AM 9:24

H01000032387

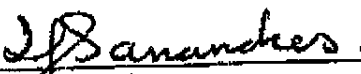
ARTICLE VII

The name of the Incorporator is Yvonne Sanandres and the address of the Incorporator is One East Broward Blvd., Suite 1701, Fort Lauderdale, Florida 33301.

ARTICLE VIII

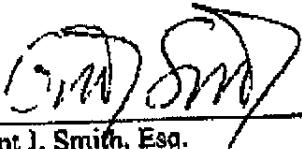
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 30th day of March, 2001.


Yvonne Sanandres
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Healthwise Travel, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Grant J. Smith, Esq.
Registered Agent

Dated: March 30th, 2001

H01000032387

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAR 30 AM 9:24