

PO1000034865

**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.

((H01000034550 3)))

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR - 5 PM 2:14**

FLORIDA PROFIT CORPORATION OR P.A.

PICTURE A CURE FOR DIABETES FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

(5)
This Instrument was prepared by:
David M. Goldstein, Esquire
200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131
(Florida Bar No. 156003)

H 01000034550

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR -5 PM 2:14

ARTICLES OF INCORPORATION

OF

PICTURE A CURE FOR DIABETES FOUNDATION, INC.

ARTICLE I - NAME

The name of this corporation is:

PICTURE A CURE FOR DIABETES FOUNDATION, INC.

ARTICLE II - DURATION

The corporation shall commence its existence on the date of filing and acknowledgment of these Articles and its existence shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

H 01000034550

and the name of the initial registered agent of this corporation is:

DAVID M. GOLDSTEIN, ESQUIRE

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be located at:

200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be increased or decreased from time to 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:

MICHELINE GOLDSTEIN, PRESIDENT
DAVID M. GOLDSTEIN, SECRETARY

ARTICLE VIII - INCORPORATORS

The name(s) and address(es) of the person(s) signing the Articles of this corporation is (are):

DAVID M. GOLDSTEIN, ESQ.
200 S. Biscayne Boulevard, Suite 1880
Miami, Florida 33131

ARTICLE IX - BYLAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Law.

ARTICLE X

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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of April, 2001.


DAVID M. GOLDSTEIN, Incorporator

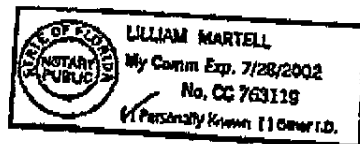
**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

BEFORE ME, a notary public, authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID GOLDSTEIN, who produced his Florida Driver's License as the required form of identification, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

IT WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 4th day of April, 2001.


NOTARY PUBLIC, State of Florida at Large

My Commission expires:



H 01000034550**ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT**

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.


DAVID M. GOLDSTEIN, ESQUIREFILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR -5 PM 2:14**H 01000034550**