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Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

**PROVIDIS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
PROVIDIS, INC.**

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**ARTICLE I**

The name of the corporation is PROVIDIS, INC. (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 201 Alhambra Circle, 9<sup>th</sup> Floor, Coral Gables, Florida 33134.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The street address of the Corporation's initial registered office is 103 N. Meridian Street, Lower Level, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is CorpDirect Agents.

**ARTICLE V**

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. The number of directors constituting the initial Board of Directors in one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is: Douglas Parker, 201 Alhambra Circle, 9<sup>th</sup> Floor, Coral Gables, Florida 33134.

**ARTICLE VI**

The name of the incorporator is Gary M. Epstein and the address of the incorporator is 1221 Brickell Avenue, Suite 2100, Miami, Florida 33131.

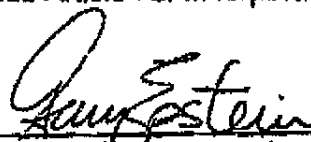
**ARTICLE VII**

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.

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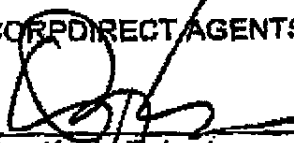
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 4th day of May, 2001.

  
\_\_\_\_\_  
Gary M. Epstein, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

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

CORP/DIRECT AGENTS

  
\_\_\_\_\_  
By: Kevin Roberts,  
Agent for the Registered Agent  
Dated: May 4, 2001

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