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Law Offices of
JOAN I. NEUWIRTH, P.A.

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Plantation, Florida 33322
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JOAN I. NEUWIRTH, ESQUIRE

June 4, 2001

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Formation of iFORCE Performance Labs, Inc.

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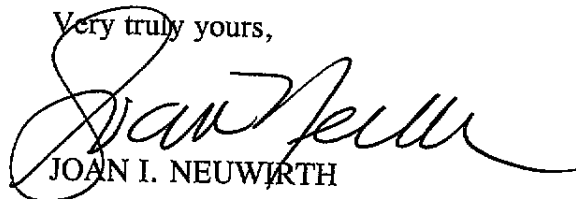
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation and Acceptance of Appointment of Registered Agent in connection with the above-referenced corporation. Also enclosed is check no. 504 in the amount of \$70.00 made payable to the Division of Corporations representing the monies necessary to file the Articles of Incorporation.

Please file the Articles of Incorporation and return a copy back to me. Please call me should you have any questions or comments concerning the enclosed.

Very truly yours,


JOAN I. NEUWIRTH

enclosures

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ARTICLES OF INCORPORATION
OF
iFORCE Performance Labs, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation shall be: iFORCE Performance Labs, Inc. (hereafter the "Corporation").

ARTICLE II

The principal place of business/mailling address is: 8061 W. McNab Road, Tamarac, Florida 33321.

ARTICLE III

The purpose for which the Corporation is organized is: All legal purposes

ARTICLE IV

The number of shares of stock is: 1,000,000.00.

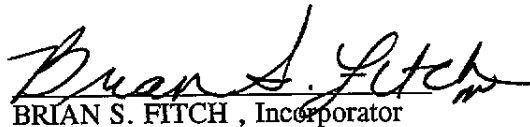
ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 8061 W. McNab Road, Tamarac, Florida 33321, County of Broward, and the name of its initial registered agent at such office is BRIAN S. FITCH.

ARTICLE VI

The name of the Incorporator is BRIAN S. FITCH and the address of the Incorporator is 8061 W. McNab Road, Tamarac, Florida 33321.

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 as of the 1st day of June, 2001.


BRIAN S. FITCH, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED, named as the registered agent of iFORCE Performance Labs, Inc. hereby accepts such designation and is familiar with, and accepts, the appointment as registered agent and agrees to act in this capacity.


BRIAN S. FITCH
Registered Agent