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|) Limited Partnership) Reinstatement | (|) Annual Report) Reservation | | () Other () Change of Registered Agent | | |
| Certified Copy | (|) Photo Copies | | (|) Certificate Un | der Seal |
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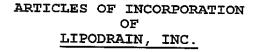
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I PAUL POSTELNICU THE UNDERSIGNED, NATURAL PERSON OF LEGAL AGE, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE STATE OF FLORIDA, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is: Lipodrain, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose(s) for which the corporation is organized are: "To conduct any lawful business activity for which corporations may be incorporated under Chapter 621 of the Florida Statutes."

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock having \$1.00 par value each.

FIFTH: The corporation will not commence business until at least One Hundred Dollars , have been received by it as consideration for the issuance of One Hundred shares.

SIXTH: Cumulative voting of shares of stock is not authorized.

SEVENTH: Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: NONE.

EIGHTH: Provisions for the regulation of the internal affairs of the corporation are governed by the bylaws which shall be adopted by a majority of directors.

NINTH: The address for the initial registered office of the corporation is:

20921 Lyons Road Boca Raton, FL 33428

The name of its initial registered agent at such address is: Paul Postelnicu

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ARTICLES OF INCORPORATION

TENTH: Address of the principal place of business is:

20921 Lyons Road Boca Raton, FL 33428

ELEVENTH: The number of directors constituting the initial board of directors of the corporation is TWO-(2), and the name and address of the person(s) who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and will qualify are:

| NAME: | ADDRESS: |
|--------------------|----------------------|
| Paul Postelnicu | 20921 Lyons Road |
| SS# 325-78-4741 | Boca Raton, FL 33428 |
| Georgette Levinson | 20921 Lyons Road |
| SS# 189-66-3638 | Boca Raton, FL 33428 |

The name and address of each incorporator is:

| NAME: | ADDRESS: |
|--------------------|----------------------|
| Paul Postelnicu | 20921 Lyons Road |
| ss# 325-78-4741 | Boca Raton, FL 33428 |
| Georgette Levinson | 20921 Lyons Road |
| ss# 189-66-3638 | Boca Raton, FL 33428 |

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ARTICLES OF INCORPORATION

IN WITNESS WHEREOF, THE INCORPORATORS HAVE HEREUNTO SET HANDS THE G DAY OF July IN THE YEAR 2001.

Signatures of ALL Incorporators

Paul Postelnicu

Georgette Levinson

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Who, being by me first duly sworn, on oath, did depose and say that they are the subscribers therein names, and they acknowledged before me that they executed the foregoing attached Articles of Incorporation after having read the same, freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal at Boynton Beach, Palm Beach County, Florida, this and day of the year 2001.

My Commission Expires:

ANTOINETTE M. IMPRESA
MY COMMISSION # CC 875025
EXPIRES: January 28, 2004
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Paul Postelnicu

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That Lipodrain, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Boca Raton County of Palm Beach , State of Florida has named Paul Postelnicu, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Bv:

Paul Postelnicu

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TALLAHASSEE FLORIDA