

P010000076097

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
01 AUG -2 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Emtac, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$88.50 Filing Fee, Certified Copy & Certificate of Status
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ADDITIONAL COPY REQUIRED

FROM: A1A Florida Corporate Services
Name (Printed or typed)

218 Southern Country Lane
Address

Quincy, Florida, 32351
City, State & Zip

850-921-4840
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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*****78.75 *****78.75

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08/02

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
Emtac, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:
5045 SW 82nd Street
Miami, FL 33143

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
To develop a metabolic chamber.

ARTICLE IV SHARES

The number of shares of stock is:
1500 Shares of Common Stock
Par Value \$1.00

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):
Director: Richard Warren
Fox Brow Look
Ormond Beach, FL 32174

President: Fima Lifshitz
5045 SW 82nd St.
Miami, FL 33143

Vice President: Russell Rising
514 Santander Apt 5
Coral Gables, FL 33134

Secretary and Treasurer: Jere Lifshitz
5045 SW 82nd St.
Miami, FL 33143

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** of the registered agent is:
Larry Sisson

218 Southern Country Lane
Quincy, FL 32351

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:
A1A Florida Corporate Services
Larry Sisson
218 Southern Country Lane
Quincy, FL 32351

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ARTICLE VIII

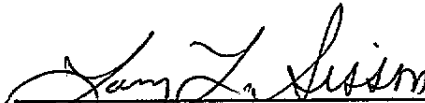
No director or officer of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer; provided, however, that the foregoing clause shall not apply to any liability of a director or officer (I) for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders, (II) for acts or omissions not in good faith or which involve international misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

8/2/01
Date



Signature/Incorporator

8/2/01
Date

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