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FLORIDA PROFIT CORPORATION OR P.A.

METRAPATH OF FLORIDA, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 22, 2001

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SUBJECT: METRAPATH OF FLORIDA, INC.
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**ARTICLES OF INCORPORATION
OF
METRAPATH OF FLORIDA, Inc.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation act hereby adopt the following articles of incorporation:

**ARTICLE I
NAME**

The name of the Corporation is **METRAPATH OF FLORIDA, Inc.**

**ARTICLE II
DURATION**

The duration of existence of the corporation is perpetual.

**ARTICLE III
AUTHORIZED SHARES**

The aggregate number of shares that the corporation has authority to issue is 1000 shares, all of which shall be common shares with a par value of \$ 500.00.

**ARTICLE IV
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stocks shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation convertible into or carrying a right to subscribe to or acquire any issued or treasury shares.

**ARTICLE V
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 8260 N.E. 2nd Avenue, Miami, Florida, 33138. The name of the Initial Registered Agent is PHILLIP J. BRUTUS, whose mailing address is 645 NE 127 Street, North Miami, Florida 33161.

ARTICLE VI

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DIRECTORS

The initial board of directors of the corporation shall consist of (5) five members.

The names and addresses of the first board of directors and initial incorporators are as follow:

AMES	TITLES	ADDRESSES
Louis B. Antoine, MD	President	8260 NE 2 nd Avenue Miami, Florida 33138
Phillip J. Brutus, Esq.	Vice-President	645 NE 127 Street North Miami, Florida 33161
Laurinus Pierre, MD	Secretary	8260 NE 2 nd Avenue Miami, Florida 33138
Henri Julme, MD	Treasurer	8260 NE 2 nd Avenue Miami, Florida 33138
Rudolph Moise, Esq., DO	Assistant Treasurer	8260 NE 2 nd Avenue Miami, Florida 33138

ARTICLE VII BUSINESS AND MAILING ADDRESS OF THE CORPORATION

The initial business and mailing address of the corporation is 8260 N.E. 2nd Avenue, Miami, Florida, 33138.

ARTICLE VIII

The corporation shall commence its existence on the date of filing of the Articles of Incorporation.

ARTICLE IX CORPORATE PURPOSE

The purpose for which the corporation is organized is to operate a clinical training programs for health professionals, including but not limited to Medical Doctors, Nurses, therapists, students, faculty etc, at the address listed above and any other clinical sites in the United States. Furthermore, the purpose of the corporation is to engage in any lawful business or activities related to the stated purpose; and to


Prepared by: Phillip J. Brutus, Esq.
FAX: 660711

engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

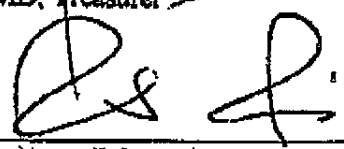
IN WITNESS WHEREOF we have subscribed our names this ____ day July 2001.


Louis Bernard Antoine, MD, President


Phillip J. Brutus, Esquire, Vice-President


Laurinus Pierre, MD, Secretary


Henri Julme, MD, Treasurer


Rudolph Moise, Esq., DO, Assistant Treasurer

STATE OF FLORIDA)
:SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Louis Bernard Antoine, Phillip J. Brutus, Laurinus Pierre, Henri Julme, Rudolph Moise who are personal known to me and stated that they are the persons described in and who executed the foregoing instrument, and they acknowledged before me that they executed the said instrument.

WITNESS my hand and official seal in the aforesaid County and State, this 20th day of July 2001.

Prepared by: Phillip J. Brutus, Esq.
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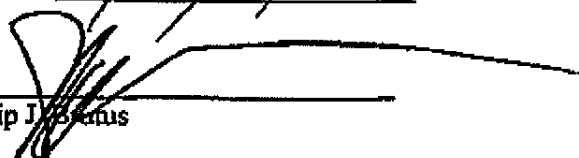
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NOTARY PUBLIC STATE OF FLORIDA
My Commission expires:  My Commission D0028438
Expires May 22, 2006

REGISTERED AGENT'S CERTIFICATE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 8/22/07


Phillip J. Brutus

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