

OFFICE USE ONLY (DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GALEND LIFE CORP.
(Corporation Name) (Document #) 300005508993--9
-05/14/02-01020-011
2. _____
(Corporation Name) (Document #) *****78.75 *****78.75
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

TALLAHASSEE FLORIDA
 SECRETARY OF STATE
 02 MAY 14 PM 2:19
 02 MAY 14 AM 10:53
FILED RECEIVED

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

S/14

Examiner's Initials

ARTICLES OF INCORPORATION
OF

GALENO LIFE CORP.

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THE UNDERSIGNED SUBSCREBERS TO THESE ARTICLES, EACH A NATURAL PERSON
COMPETENT TO CONTRACT, HEREBY ASSOCIATE TO FORM A CORPORATION UNDER
THE LAWS OF THE STATES OF FLORIDA.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: GALENO LIFE CORP.

ARTICLE II - NATURE OF BUSINESS

TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, TO OWN, MORTGAGE,
PLEDGE, SELL, ASSIGN, TRANSFER, OR OTHERWISE DISPOSE OF, TO INVEST
IN, TRADE IN, DEAL, IN AND WITH GOODS, WARES, MERCHANDISE, REAL AND
PERSONAL PROPERTY, AND SERVICES OF EVERY CLASS, KIND AND DESCRIPTION
WHEN PROPERLY LICENSED AND AUTHORIZED BY THE STATE TO OPERATE IN THOSE
ACTIVITIES IN WHICH SUCH LICENSING AND AUTHORIZATION IS MANDATORY.

TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY HOLD,
MORTGAGE, SELL, CONVEY, LEASE, OR OTHERWISE DISPOSE OF REAL AND
PERSONAL PROPERTY, INCLUDING FRANCHISES, PATENTS, COPYRIGHTS,
TRADEMARKS AND LICENSES, IN THE STATE OF FLORIDA AND IN ALL OTHER
STATES AND COUNTRIES.

TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL OR PLEDGE BONDS
DEBENTURES, NOTES AND OTHER EVIDENCES OF INDEBTNESS, AND TO EXECUTE
SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OR OTHER INSTRU-
MENTS, TO SECURE THE PAYMENT OF CORPORATE INDEBTNESS AS REQUIRED.
TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER CORPORATION AND ENGAGE
IN THE SAME OR OTHER CHARACTER OF BUSINESS.

TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE,
PLEDGE, OR OTHERWISE ACQUIRE OR DISPOSE OF THE SHARES OF CAPITAL
STOCK OF, OR ANY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTNESS
CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA OR ANY
OTHER STATE, GOVERNMENT OR COUNTRY, AND WHILE OWNER OF SUCH STOCK TO
EXERCISE ALL RIGTHS, POWERS AND PREVILEGES OF OWNERSHIP, INCLUDING
THE RIGHT TO VOTE SUCH STOCK.

ARTICLE III- CAPITAL STOCK

THE MAXIMUN NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS: ONE HUNDRED
SHARES OF COMMON STOCK WITH A PAR VALUE OF \$ 1.00 EACH.

ARTICLE IV- INITIAL CAPITAL

THIS CORPORATION WILL BEGIN BUSINESS WITH 100 SHARES OF CAPITAL.

ARTICLE V- TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI- ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS
CORPORATION IN THE STATE OF FLORIDA IS:

2468 SW. 8th ST.

MIAMI, FLORIDA, 33135

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VII - DIRECTORS

THIS CORPORATION SHALL HAVE NO MORE THAN SIX (6) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY THE BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VIII - INITIAL DIRECTORS

THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

| NAME | ADDRESS |
|------------------|----------------------------------|
| NELSON CABRAL | 2468 SW 8th ST. MIAMI, FL. 33135 |
| ELFRED MACKENZIE | 2468 SW 8th ST. MIAMI, FL. 33135 |

ARTICLES IX - SUBSCRIBERS

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES OF STOCK EACH AGREES TO TAKE AND THE VALUE OF THE CONSIDERATION THEREOF IS:

NAME: NELSON CABRAL
ADDRESS: 2468 SW 8th ST. MIAMI, FL. 33135
SHARES: 50
CONSIDERATION: \$ 50.00

NAME: ELFRED MACKENZIE
ADDRESS: 2468 SW 8th ST. MIAMI, FL. 33135
SHARES: 50
CONSIDERATION: \$ 50.00

NAME;
ADDRESS;
SHARES;
CONSIDERATION: \$

ARTICLE X - AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

DATE

Nelson Cabral
NELSON CABRAL

DATE
05/07/02

Elfred Mackenzie
ELFRE MACKENZIE

DATE
05/07/02

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPEARED NELSON CABRAL AND ELFRID MACKENZIE..... TO ME KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THOSE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE ABOVE THIS
07 DAY OF MAY, 2,002

Luis Garcia
NOTARY PUBLIC

MY COMMISSION EXPIRES:



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

In pursuance of Chapter 48.091, Florida Statute, the following is submitted, in compliance with said Act:


Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of MIAMI, DADE COUNTY, STATE OF FLORIDA, has named

LUIS GARCIA
2468 SW 8th ST.
MIAMI, FL. 33135

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 provisions of said Act relative to keeping open said office.


RESIDENT AGENT
LUIS GARCIA

FILED
02 MAY 14 PM 2:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA