

PO2000095984

TRANSMITTAL LETTER

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

SUBJECT: CAM Educational Services Corporation
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700007045137--5
-08/12/02--01025--002
*****87.50 *****87.50

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

\$70.00 \$78.75
Filing Fee Filing Fee
 & Certificate of Status

\$78.75 \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: RACHEL A. MARKEL Name (Printed or typed) *name*
6874S.W. 114th PL #D Address
Miami, FLORIDA 33173 City, State & Zip
305. 710. 8916 Daytime Telephone number

FILED
02 SEP -5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-23530

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

me 9/5.

**ARTICLES OF INCORPORATION
OF
COMPLEMENTARY ALTERNATIVE MEDICINE EDUCATIONAL SERVICES
CORPORATION**

FILED

**SEP 5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscribers to these Articles of Incorporation, are natural persons, competent, and hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: **Complementary Alternative Medicine Educational Services Corporation.**

ARTICLE II. NATURE OF BUSINESS

The corporation shall have the unlimited power to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation shall have authority to issue is one thousand (1,000) shares of Common Stock having a par value of \$1.00 each.

ARTICLE IV. TERM OF EXISTENCE

The initial address of this corporation in the State of Florida is: 6874 S.W. 114th Place #D, Miami, Florida 33173. Please mail all correspondence to 6874 S.W. 114th Place #D, Miami, Florida 33173.

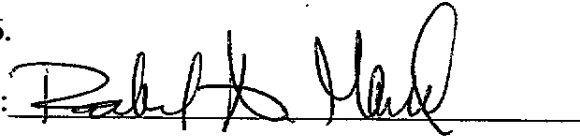
The stock holders may from time to time move the principal office to any other address in Florida.

ARTICLE V. INCORPORATOR

The name and address of the Incorporators of these Articles of Incorporation is:

Rachel A. Markel, 6874 S.W. 114th Place #D, Miami, Florida 33173. Max Orezzaoli,
11022 SW 123rd Court, Miami, Florida 33186 and Miguel A. Cisneros-Abreu, 12410
SW 114th Terrace, Miami, Florida 33186.

Incorporator :



Rachel A. Markel

ARTICLE VI. PREEMPTIVE RIGHTS

Each stockholder of the corporation shall have the right to purchase, subscribe for,
or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro
rata portion of:

- (i) Any stock of any class that the corporation may issue or sell, whether or
not exchangeable for any stock of the corporation of any class or classes,
and whether issued for cash, labor done, personal property, or real
property or leases thereof: or
- (ii) Any obligation that the corporation may issue or sell which is convertible
into or exchangeable for any stock of the corporation of any class or
classes, or to which is attached or pertinent any warrant or warrants or
other instruments conferring on the holder the right to subscribe for or
purchase from the corporation any shares of its stock of any class or
classes.

ARTICLE VII. MANAGEMENT OF CORPORATION BY STOCKHOLDERS

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of stockholders.

ARTICLE VIII. STOCK TRANSFERS-CORPORATION'S RIGHT OF FIRST REFUSAL

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder; shall be registered or certified mail to the corporation for a period of ninety days for the date of mailing. If the corporation fails or refuses within each period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have printed or stamped thereof the following legend: " These shares are held subject to certain transfer

restrictions imposed by the Articles of Incorporation of the corporation. A copy of such articles is on file at the principle office of the corporation."

CERTIFICATE DESIGNATING REGISTERED AGENT

FOR SERVICE OF PROCESS WITHIN THIS STATE

COMPLEMENTARY ALTERNATIVE MEDICINE EDUCATIONAL SERVICES CORPORATION is qualified to do business under the laws of the State of Florida with its registered office at 6874 SW 114th Place #D, Miami, Florida 33173 and RACHEL A. MARKEL as its Registered Agent to accept services of process within the State..

ACKNOWLEDGEMENT

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

By: 

Rachel A. Markel

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA