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FLORIDA PROFIT CORPORATION OR P.A.

G3 HEALTH CORP.

Certificate of Status	0
Certified Copy	0
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P. CHANDLER

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**ARTICLES OF INCORPORATION
OF
G3 HEALTH CORP.**

Article I - Name

The name of this corporation is G3 HEALTH CORP.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of filing of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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Article VI - Principal Office: Mailing Address

The principal office and mailing address of this corporation is 3466 N. Miami Avenue, Miami, Florida 33127.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is c/o Alley, Maass, Rogers & Lindsay, P.A., 321 Royal Poinciana Plaza, Palm Beach, Florida and the name of the initial registered agent of this corporation at that address is Stuart J. Haft, Esq.

Article VIII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one (1).

The names and addresses of the initial director of this corporation is:

George Heisel, Jr.
3466 N. Miami Avenue
Miami, Florida 33127

Article IX - Incorporator

The name and address of the person signing these Articles is Stuart J. Haft, Esq., 321 Royal Poinciana Plaza, Palm Beach, Florida 33480.

Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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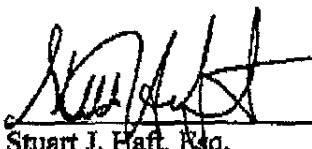
Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment

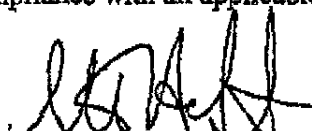
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of October, 2002.


Stuart J. Haft, Esq.
Incorporator

Acceptance of Designation

The undersigned, Stuart J. Haft, Esq., hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.


Stuart J. Haft, Esq.

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