

**Electronic Articles of Incorporation
For**

**P04000028742
FILED
February 12, 2004
Sec. Of State**

METABOLIC VENTURE HOLDINGS INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

METABOLIC VENTURE HOLDINGS INC

Article II

The principal place of business address:

1640 WEST OAKLAND PARK BLVD
SUITE 403
FT LAUDERDALE, FL. 33311

The mailing address of the corporation is:

1640 WEST OAKLAND PARK BLVD
SUITE 403
FT LAUDERDALE, FL. 33311

Article III

The purpose for which this corporation is organized is:

LEGAL AND LAWFUL METABOLIC ACTIVATION SERVICES LICENSEE

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000

Article V

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

ROBERT RETTERER
1640 WEST OAKLAND PARK BLVD
SUITE 403
FT LAUDERDALE, FL. 33311

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ROBERT RETTERER

Article VI

The name and address of the incorporator is:

ROBERT RETTERER
1640 WEST OAKLAND PARK BLVD
SUITE 403
FT LAUDERDALE FL 33311

Incorporator Signature: ROBERT RETTERER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ROBERT RETTERER
1640 WEST OAKLAND PARK BLVD SUITE 403
FT. LAUDERDALE, FL. 33311

Title: VP
SILVIO DIAZ
1640 WEST OAKLAND PARK BLVD SUITE 403
FT. LAUDERDALE, FL. 33311

Title: VP
NESTOR BERON
1640 WEST OAKLAND PARK BLVD SUITE 403
FT LAUDERDALE, FL. 33311

Title: VP
NARDO ZIAS
1640 WEST OAKLAND PARK BLVD SUITE 403
FT LAUDERDALE, FL. 33311

Title: SEC
ROBERT RETTERER
1640 WEST OAKLAND PARK BLVD SUITE 403
FT LAUDERDALE, FL. 33311

Article VIII

The effective date for this corporation shall be:

02/10/2004