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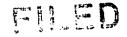




CORPORATE When you need ACCESS to the world* ACCESS,	:
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1. Therapeutic Alternatives, Inc.	
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PECIAL INSTRUCTIONS:	

#### ARTICLES OF INCORPORATION

OF



#### THERAPEUTIC ALTERNATIVES, INC.

06 MAY 10 PH 3: 56

#### ARTICLE I

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of the Corporation is: Therapeutic Alternatives, Inc.

Principal Office: 15251 NE 18<sup>th</sup> Avenue, Suite 11 North Miami Beach, Florida 33162

### ARTICLE II

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

#### ARTICLE III

#### CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

#### ARTICLE IV

#### CUMULATIVE VOTING

At each election for directors, every holder of the capital stock (or voting stock, if there is more than one class and one class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice-president of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

## X

#### ARTICLE V

#### PREEMPTIVE RIGHTS

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and conditions as shall be fixed by the Board of Directors for the issuance of any stock in the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

#### ARTICLE VI

#### IDENIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

#### ARTICLE VII

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: Tracy A. Rodriguez

INITIAL REGISTERED OFFICE: 15251 NE 18<sup>th</sup> Avenue, Suite 11
North Miami Beach, Florida 33162

#### ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept the process on the Corporation at the Initial Registered Office designated in these articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT: Tracy A. Rodriguez

### ARTICLE VIII

#### INITIAL BOARD OF DIRECTOR(S)

The Corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The name(s) and address(es) of the initial directors of the Corporation is(are):

#### Name(s)

### Address(es)

Tracy A. Rodriguez

15251 NE 18<sup>th</sup> Avenue, Suite 11 North Miami Beach, Florida 33162

### ARTICLE IX

INITIAL OFFICER(S)

The name(s) and title(s) of the initial Officers of the Corporation is(are):

Tracy A. Rodriguez (President)

#### ARTICLE X

INITIAL SHAREHOLDER(S)

The name(s) of the initial stockholder(s) of the Corporation as well as their respective shares is(are):

Name(s) Tracy A. Rodriguez Share(s)

#### ARTICLE XI

#### SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of two-thirds (2/3) of the issued and outstanding common stock of the Corporation:

- (1)
- (3)
- (4)
- (5)
- amendment of the Articles of amendment of the Bylaws of the Corporation.
  increase of the capital stock of the Corporation voluntary bankruptcy of the Corporation dissolution of the Corporation change in preemptive rights in the corporate stock abolition of cumulative voting
- (7)

#### INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

INCORPORATOR:

ADDRESS:

Tracy A. Rodriguez 15251 NE 18<sup>th</sup> Avenue, Suite 11

North Miami Beach, Florida 33162

Incorporator

Personally appeared before me, the undersigned authority, TRACE A TOOKEGUEZ who signed the foregoing Affidavit in my bresence and who being by me first duly sworn, deposes and says that he/she knows the contents of said Affidavit.

Witness my hand and official smal at 10921 NE 9th COURT,

this 26 day of April , 2006.

Name of Notary Public My commission expires:

Notary

 $\frac{1}{1}$  Known  $\frac{x}{x}$  Produced I.D. Florida Driver License

MIAMI, FZ 33161 MIAMI-DADE COUNTY

RONALD E. MIGE olary Public - State of Fiorida vCommissionBediesMov29,2008 Commission # DD306209 Bonded by National Notary A