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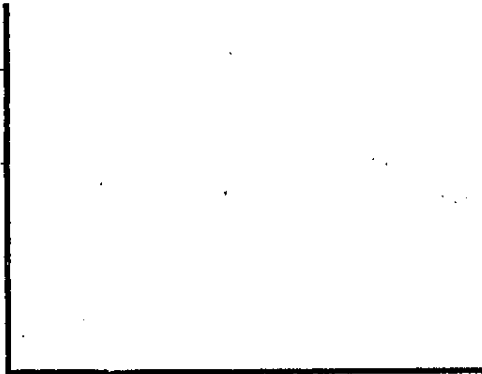
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PASSMARG HEALTHCARE, INC. USA
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

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

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
PASSMARG HEALTHCARE, INC. USA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **Passmarg Healthcare, Inc. USA**

ARTICLE II - Purpose

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

ARTICLE III - Capital Stock

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

ARTICLE V - Initial Principal Office and Agent

The street address of the initial principal office of this corporation is: 8615 NW 64 St., Miami, Fl. 33166, and the agent at this location is Astrid Piedra

ARTICLE VI - Initial Board of Directors

This corporation shall have 1 director (s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director (s) of the corporation is/are:

**ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166**

ARTICLE VII - Initial Officers

The name and address of the initial officers of the corporation are:

President : **ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166**

Treasurer: **ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166**

Vice President: **ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166**

Secretary **ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166**

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 26th day of Feb., 2007



A handwritten signature in black ink, appearing to read 'ASTRID PIEDRA SOSA', is written over a horizontal line.

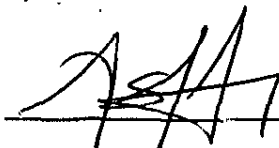
CERTIFICATE OF REGISTRATION
REGISTERED AGENT/REGISTERED OFFICE

Persuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is **Passmarg Healthcare, Inc. USA**
- 2. The name and address of the registered agent and office is:

ASTRID PIEDRA SOSA
8615 NW 64 St.,
Miami, Fl. 33166

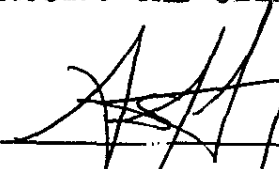
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE  _____

TITLE PRESIDENT

DATE _Feb. 26, 2007

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE  _____

DATE Feb. 26th 2007