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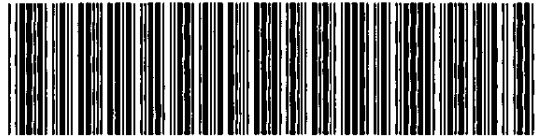
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TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**MARC F. OATES, P.A.**

Attorneys at Law

5515 Bryson Drive, Suite 502

Naples, FL 34109

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Website Address: www.MarcOatesLaw.com

E-Mail Address: Marc@MarcOatesLaw.com

February 15, 2008

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Transaction: Diabeta Spa, Inc.  
Our File No.: 02-193.001**

To Whom It May Concern:

In connection with the above-referenced transaction, enclosed please find Articles of Organization of Diabeta Spa, Inc., along with our operating account check number 2023 in the amount of \$87.50 representing filing fees for same.

Should you have any questions, please contact this office to discuss.

Very truly yours,  
**MARC F. OATES, P.A.**



Marc F. Oates, Esq.

Enclosures as stated

## **ARTICLES OF INCORPORATION**

**OF**

**DIABETA SPA, INC.**

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

### **ARTICLE I – NAME**

The name of this corporation is:

**DIABETA SPA, INC.**

### **ARTICLE II – PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 9410 Fountain Medical Court Suite A-201, Bonita Springs, Florida 34135 and the mailing address of the Corporation is 9410 Fountain Medical Court Suite A-201, Bonita Springs, Florida 34135.

### **ARTICLE III - PURPOSE**

The general nature of the purposes for which the Corporation is organized include the following:

- A. To engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act and other incorporation laws of the State of Florida. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. This Corporation shall have a perpetual existence.

### **ARTICLE IV - SHARES**

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and such shareholder shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares of stock.

### **ARTICLE V – PAR VALUE**

The shares of the Corporation shall have a par value of \$1.00 per share.

### **ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT**

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The street address of the initial Registered Office of the Corporation is **5515 Bryson Drive, Suite 502, Naples, Florida 34109**, and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

### **ARTICLE VII – INITIAL OFFICERS/DIRECTORS**

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names and address of the persons who are to serve as Officers of the Corporation are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Gopinath S. Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135
Vice President	Parvathy Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135
Treasurer	Gopinath S. Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135
Secretary	Parvathy Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135

Section 3. The names of the persons who are to serve as Directors of the Corporation are as follows:

<u>Director Name:</u>	<u>Address:</u>
Gopinath S. Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135
Parvathy Sunil	9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135

### **ARTICLE VIII – INCORPORATOR**

The name and address of the Incorporator is:

Gopinath S. Sunil      9410 Fountain Medical Court Suite A-201, Bonita Springs, FL 34135

### **ARTICLE IX – BY-LAWS**

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

**IN WITNESS WHEREOF**, the undersigned incorporator as officer and director, has hereunto set his hand and seal, this 15<sup>th</sup> day of February, 2008, for the purpose of forming this Corporation under the laws of the State of Florida.

By:

  
Gopinath S. Sunil

**ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

Marc F. Oates, P.A.

By: 

Marc F. Oates, Esq.

Its: President/Director

Date: February 15 2008

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AND  
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