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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS MIAMI

DEPARTMENT OF STATE

4437 SHERIDAN AVE

STATE OF FLORIDA

400 EAST GAINES STREET

MIAMI BEACH FL 33140-000000

TALLAHASSEE, FL 32399

CONTACT: JOSEPH MATA

FAX: (904) 922-4000

PHONE: (305) 538-9091

FAX: (305) 538-8994

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INSTITUTE OF SHIFWORK ANALYSIS INC.

FAX AUDIT NUMBER: H95000002922

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/14/1995

TIME REQUESTED: 14:39:51

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 075114001215

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T. BROWN MAR 16 1995

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**Articles of Incorporation
of
Institute of Shiftwork Analysis Inc.**

Article I. Name

The name of this Florida corporation is Institute of Shiftwork Analysis Inc.

Article II. Address

The mailing address of the Corporation is:

Institute of Shiftwork Analysis Inc.
210 S.W. 23rd Road
Miami, FL 33129

EFFECTIVE DATE

MAR 14 1995

Article III. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Monica C. Fernandez
210 S.W. 23rd Road
Miami, FL 33129

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Monica C. Fernandez

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 14, 1995.

Article VIII. Corporate Purpose

The purpose of the Corporation shall be to serve both management and employees in corporations where productivity relies on shiftwork via information work shops and seminars given by qualified consultants. These consultants will be qualified to provide analytical, clinical, and educational assistance. And for any other lawful purpose of purposes.

The authorized representative of the incorporator executed these Articles of Incorporation on March 14, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata, Secretary

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-8091

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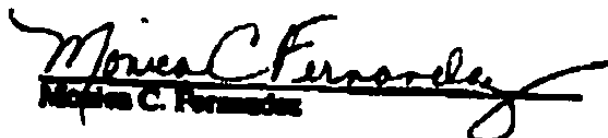
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Institute of Shiftwork Analysis Inc.

REGISTERED AGENT:
Monica C. Fernandez
210 S.W. 23rd Road
Miami, FL 33129

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Monica C. Fernandez

Date: March 14, 1995

Corporate Creations International Inc.
4457 Sheridan Avenue
Miami Beach, FL 33140
(808) 888-8081

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