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JEFFREY R. ROTH, P.A.

Attorney at Law
10121 Southwest 40th Street
Miami, FL 33165
(305) 670-6969

April 7, 1995

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Bertany Life Inc.

Dear Sir:

Enclosed are Articles of Incorporation and my check of \$122.50 for the incorporation of Bertany Life Inc., after which please return all filed copies to this office.

Thank you in advance for your cooperation.

Very Truly Yours,

Jeffrey R. Roth

JRR/mg
Enclosure

FILED
95 APR 10 AM 11:57
SECRET
TALLAHASSEE, FLORIDA

PRC
4-17

ARTICLES OF INCORPORATION
OF
BERTANY LIFE, INC.

95 APR 10 12:11:51
FILED
SECRET
TALLAHASSEE

I, hereby execute these articles for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporating for profit.

ARTICLE I
NAME AND PRINCIPAL OFFICE OF CORPORATION

The name and principal office of the corporation shall be:
BERTANY LIFE, INC., 10531 SW 142nd Ct, Miami, FL 33186.

ARTICLE II
CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue and have outstanding at any one time is 50 Shares of Common Stock at \$1.00 par value per share. All stock is to be issued as fully paid and non-assessable.

ARTICLE III
TERMS OF EXISTENCE

The existence of the corporation is perpetual.

ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 10531 SW 142nd Ct, Miami, FL 33186. The name and address of the initial registered agent of this Corporation is: RAYMOND PINTO, 10531 SW 142nd Ct., Miami, FL 33186 and I agree to act in this capacity.



REGISTERED AGENT

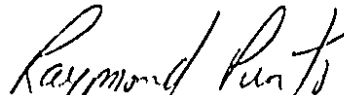
ARTICLE V
DIRECTORS

The names and post office addresses of the initial Board of Directors are RAYMOND PINTO, 10531 SW 142nd Ct., Miami, FL 33186

ARTICLE VI
INCORPORATOR

The name and post office address of the incorporator is
RAYMOND PINTO, 10531 SW 142nd Ct., Miami, FL 33186

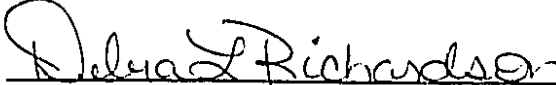
IN WITNESS WHEREOF, I/we have made, executed and acknowledged
these Articles of Incorporation as incorporator(s), this 23 day of
March, 1995.



RAYMOND PINTO, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 23
day of March, 1995, by RAYMOND PINTO, _____ who is personally known
to me OR _____ who did produce drivers license as identification
and who did/did not take an oath.



NOTARY PUBLIC STATE OF FLORIDA AT LARGE
Print Name: Deborah L. Richardson
Commission No.: _____
Expiration Date: _____
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES DEC. 25, 1995
BONDED THROUGH GENERAL INS. UND.