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ADAM R. SCHIFFMAN

ISRAEL COHEN, OF COUNSEL  
ALSO ADMITTED IN NY

June 2, 1995

NEW WORLD TOWER • SUITE 601

100 N. DISCAYNE BOULEVARD

MIAMI, FLORIDA 33132

PLEASE REPLY TO  
NORTH MIAMI BEACH OFFICE

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

300001507443  
-06/07/95--01073--018  
\*\*\*122.50 \*\*\*122.50

RE: GEROVITAL INSTITUTE, INC.

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Gerovital Institute, Inc.

Enclosed also is our firm's check in the amount of \$122.50 which covers the fee for filing and a certified copy. Please return the certified copy of the Articles as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,



ADAM R. SCHIFFMAN

ARS:gm  
Encls.

50 JUN 7-5 PM 3:07

EFFECTIVE DATE

JUN 1 1995

JUN 1 1995

UgW

ARTICLES OF INCORPORATION  
OF  
GEROVITAL INSTITUTE, INC.

**EFFECTIVE DATE**  
JUN 1 1995

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55 JUN -6 PM 3:00

**ARTICLE I**  
**NAME AND ADDRESS**

The name of the Corporation shall be:

**GEROVITAL INSTITUTE, INC.**

The Corporation's address is:

1160 Kane Concourse  
Suite 101  
Bay Harbour Islands, Florida 33154

**ARTICLE II**  
**DURATION**

The corporation shall commence its existence on June 1, 1995, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III**  
**PURPOSE**

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of the Corporation is:

ADAM R. SCHIFFMAN  
2999 N.E. 191st Street  
Concorde Centre II - Suite 900  
Aventura, Florida 33180

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have ONE (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

E. FRANCOIS VAUTOUR  
1160 Kane Concourse  
Suite 101  
Bay Harbour Islands, Florida 33154

**ARTICLE VII**  
**INCORPORATOR**

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

ADAM R. SCHIFFMAN  
2999 N.E. 191st Street  
Concorde Centre II - Suite 900  
Aventura, Florida 33180

**ARTICLE VIII**  
**INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1st day of June, 1995.

  
\_\_\_\_\_  
ADAM R. SCHIFFMAN, as Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

DATED this 1st day of June, 1995.

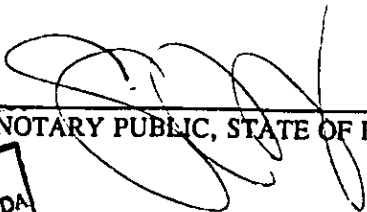


ADAM R. SCHIFFMAN, ESQUIRE

STATE OF FLORIDA :  
: SS.  
COUNTY OF DADE :

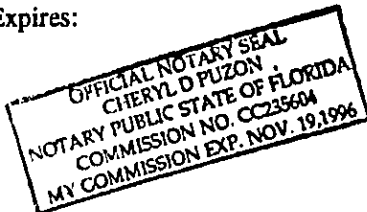
BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared ADAM R. SCHIFFMAN, known to me and known to be the person who, as Incorporator and Registered Agent, executed the foregoing Articles of Incorporation of GEROVITAL INSTITUTE, INC., and he/she acknowledged before me that he/she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 1st day of June, 1995.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



1995 JUN 1 11 30 AM