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LAW OFFICE
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RICHARD H. FERRO*
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* FLORIDA BAR ONLY

TELEPHONE (305) 567-1717
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June 12, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
ATTN: Steve Godfrey

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-06/21/95--01095--014
*****122.50 *****122.50

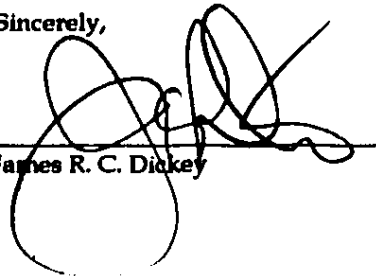
Re: Vida Vital, Inc.

Dear Mr Godfrey:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

We understand that this corporation will be filed as of the date of its original receipt by the Secretary of State. Thank you for your assistance in this matter.

Sincerely,


James R. C. Dickey

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95 JUN 16 PM 2:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

6-16-95
SDG

ARTICLES OF INCORPORATION
OF
VIDA VITAL, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Vida Vital, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is at 2828 Coral Way, Suite 305, Miami, Florida 33145.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred Shares, Par Value \$.01 per Share.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.


The name and address of the initial registered agent is Dexter Backus, 2828 Coral Way, Suite 305, Miami, Florida 33145.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is Dexter Backus, 2828 Coral Way, Suite 305, Miami, Florida 33145.

ARTICLE X. OPTIONAL PROVISIONS.

The undersigned has executed these articles of incorporation on June 12, 1995.



Dexter Backus, Incorporator

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TALLAHASSEE, FLORIDA

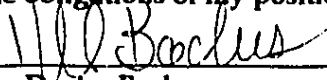
Designation and Acceptance of Registered Agent

Pursuant to the provisions of F.S. 607.0501, 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 Vida Vital, Inc.
2. The name of the registered agent is Dexter Backus.
3. The address of the registered agent/registered office is, 2828 Coral Way, Suite 305, Miami, Florida 33145.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: Dexter Backus

Date: June 12, 1995

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