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August 23, 1995

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

FILED
1995 SEP 14 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Better Healthcare International, Inc.

400001584664
-09/14/95--01030--013
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for Better Healthcare International, Inc. Please file these Articles and return one certified copy to me. I have enclosed a check in the amount of \$122.50 to cover the costs of filing, one certified copy and the registered agent designation.

If you have any further questions concerning this matter, please do not hesitate to contact me.

Very truly yours,

Dirk M. Smits

RCHESSEP SEP 18 1995

**ARTICLES OF INCORPORATION
OF
BETTER HEALTHCARE INTERNATIONAL, INC.**

The undersigned subscriber of these Articles of Incorporation, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is: **BETTER HEALTHCARE INTERNATIONAL, INC.**

**ARTICLE II
EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares at par value of One Dollar (\$1.00) per share.

**ARTICLE V
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

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**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial MAILING office and registered agent of this corporation is:

Jason Bishop
520 Cascade Falls Drive, Fort Lauderdale Florida, 33327

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this corporation is:

Jason Bishop

**ARTICLES VIII
BY LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE IX
SUBSCRIBERS**

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

Jason Bishop
520 Cascade Falls Drive
Fort Lauderdale, Florida, 33327

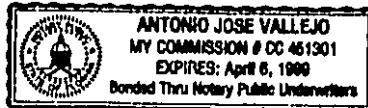
**ARTICLE X
AMENDMENT**


This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

**STATE OF FLORIDA
COUNTY OF BROWARD**

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared on this day, Jason Bishop, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 7TH day of SEPTEMBER 1995 at Fort Lauderdale, Broward County, Florida.





NOTARY PUBLIC
STATE OF FLORIDA

(Print, type or stamp Commissioned
name of Notary Public)

My commission expires:

() Personally known or (X) Produced Identification

Type of Identification: FLORIDA DRIVERS LICENSE # B210434643060

ARTICLE XI

The street address of the initial registered office of the corporation is 520 Cascade Falls Drive Fort Lauderdale, Florida, and the name of the initial registered agent of the corporation at that address is Jason Bishop.

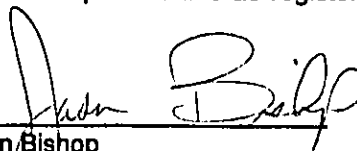
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 9th day of November, 1994.



Jason Bishop

CERTIFICATE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Jason Bishop
Registered Agent

Dated: 9-7-95

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TALLAHASSEE, FLORIDA