



TRUSTEE BANK ACCOUNT NO. : 072100000032

REFERENCE : 061837 7105477

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 22, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 061837

CUSTOMER NO: 7105477

CUSTOMER: Rodrigo Saavedra, Esq
RODRIGO SAAVEDRA, ESQ

Suite 300, Building 2
3000 North Federal Highway
Fort Lauderdale, FL 33306

DOMESTIC FILING

NAME: INTERNATIONAL HEALTH ASSISTANCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED STATE
 SECRETARY OF CORPORATIONS
 95 JUL 22 PM 1:22

RECEIVED -
96 AUG 22 AM 11:30
DIVISION OF CORPORATION

8/22/90

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 22 PM 1:22

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL HEALTH ASSISTANCE, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is INTERNATIONAL HEALTH ASSISTANCE, INC.

ARTICLE II - TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when the Articles are received in the office of the Secretary of State.

ARTICLE III - PURPOSE

The general purpose for which the corporation is organized is to transact any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is Ten Thousand (10,000) shares. Such shares shall be of a single class and shall have a 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 (as nearly as may be done without issuance of fractional shares) at that price at which it is offered to others.

ARTICLE VI - ADDRESS

The street address of the corporation is 5353 North Federal Highway, Suite 210, Fort Lauderdale, Florida 33308 and the initial registered office of the corporation is 5353 North Federal Highway, Suite 210, Fort Lauderdale, Florida 33308 and the name of its initial registered agent at such address is Jaime G. Gomez.

ARTICLE VII - DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of each person who is to serve as a member of the initial Board of Directors are:

President:
Jaime G. Gomez
5353 N. Federal Highway, #210
Fort Lauderdale, FL 33308

Vice President:
Lucian Wielopoluki
6 Niewood Drive
Ridge, NY 11961

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Jaime G. Gomez
5353 N. Federal Highway, #210
Fort Lauderdale, FL 33308

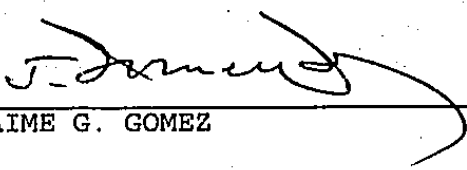
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of August, 1996.

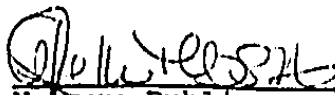


JAIME G. GOMEZ

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared JAIME G. GOMEZ, 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 swore to and executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid, this 20th day of August, 1996.



Notary Public

My commission expires:
ARLETTE H. MCINTOSH
My Commission CC407009
Expires Sep. 25, 1999



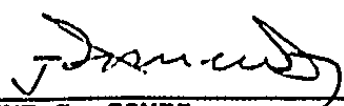
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 22 PM 1:22

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that INTERNATIONAL HEALTH ASSISTANCE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5353 North Federal Highway, Suite 210, Fort Lauderdale, State of Florida, has named JAIME G. GOMEZ located at 5353 North Federal Highway, Suite 210, Fort Lauderdale, Florida 33308, as its agent to accept service of process within Florida.



JAIME G. GOMEZ

DATE: 8/20/96

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



JAIME G. GOMEZ

DATE: 8/20/96