

P96000080190

TRANSMITTAL LETTER

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

000001956880
-09/25/96--01083--011117
****122.50 ****122.50

SUBJECT: Gestation, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 for the filing fee and a certified copy.

FROM: Michael Stone
1975 East Sunrise Blvd., Suite 507
Fort Lauderdale, Florida 33304
Telephone No: (954) 462-6695

FILED
96 SEP 25 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9.27.96
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FILED
96 SEP 25 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GESTATION, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Gestation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1975 East Sunrise Blvd., Suite 507
Fort Lauderdale, Florida 33304

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of common stock.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

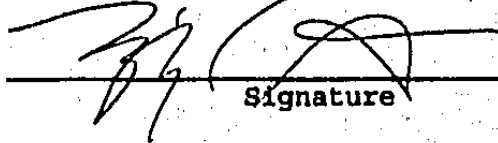
Michael Stone
1975 East Sunrise Blvd., Suite 507
Fort Lauderdale, Florida 33304

ARTICLE V INCORPORATORS(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Michael Stone
1975 East Sunrise Blvd., Suite 507
Fort Lauderdale, Florida 33304

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 18th day of September, 1996.



Signature

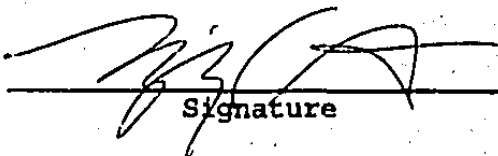
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
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: Gestation, Inc.
2. The name and address of the registered agent and office is:

Michael Stone
1975 East Sunrise Blvd., Suite 507
Fort Lauderdale, Florida 33304

Having been named as registered agent and to accept service of
process for the above stated corporation at the place designated in
this certificate, 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.



Signature

9-18-96

Date

DIVISION OF CORPORATIONS, P.O. BOX 6237, TALLAHASSEE, FL 32314

FILED
96 SEP 25 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA