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ARTICLES OF INCORPORATION

OF

LIFE RESOURCES, INC.

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SELECTION TO AH III: 38

ARTICLE I. NAME

The name of this corporation is LIFE RESOURCES, INC.

ARTICLE H. DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III. PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes as the presently enacted and as may be amended from time to time.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Common Stock, par value \$1.00 each (hereafter called "Common Stock").

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares held by each shareholder at the time of the stock issue or sales bears to the total number of shares outstanding exclusive of treasury shares as nearly as may be done without the issuance of fractional shares. The preemptive right shall be deemed waived by any shareholder who fails to pay for the appropriate number of shares preempted within thirty (30) days after a written notice is received by such shareholder inviting the shareholder to exercise his preemptive rights. Such notice shall include the price, terms, and other conditions of the proposed stock issue or sale. This preemptive right may also be waived by an affirmative written waiver submitted by the shareholder to the corporation with thirty (30) days after receipt of the above-described notice.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

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

NAME

ADDRESS

John C. Beattie, Jr.

307 Jasmine Way Clearwater, Florida 34616

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

NAME

ADDRESS

John C. Beattie, Jr.

307 Jasmine Way

Clearwater, Florida 34616

ARTICLE VIII. INCORPORATOR

The nar and address of the individual signing these Articles is:

NAME

ADDRESS

John C. Beattie, Jr.

307 Jasmine Way

Clearwater, Florida 34616

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any office or director, or any former officer or director to the full extent permitted by law.

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ 8 __ day of November, 1996.

Incorporator

STATE OF FLORIDA **COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this _

ROSALIE MEYER
MY COMMISSION # CC 257807

EXPIRES: February 22, 1997

day of November, 1996 by John C. Beattie, Jr.

Notary Public

State of Florida at Large My Commission expires:

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

The following is submitted in compliance the Florida Statutes

LIFE RESOURCES, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at the City of Clearwater, County of Pinellas, State of Florida, has named John C. Beattie, Jr., located at 307 Jasmine Way, Clearwater, Florida 34616, as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept the appointment to act in this capacity and agree to comply with Florida law relative to keeping said office open.

" IN C. BEATTIE, JR.

Registered Agent

SEULIANTE STATE