

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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Genirex Corporation

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✓ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Name Reservation

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

MAY 23

BSB

Signature

Requested by:

CSB

523

946

Name

Date

Time

Walk-In

Will Pick Up

**ARTICLES OF INCORPORATION
OF
GENIREV CORPORATION**

FILED
97 MAY 23 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I.
CORPORATE NAME**

The name of this Corporation shall be:

Genirev Corporation

**ARTICLE II.
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation
is:

4205 Hillsboro Road, Suite 201
Nashville, TN 37215

**ARTICLE III.
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV.
CAPITAL STOCK**

The Corporation is authorized to issue a maximum of one thousand (1,000) shares of Common Stock. All shares of Common Stock shall have \$.001 par value per share. The consideration to be paid for each share of Capital Stock shall be fixed by the Board of Directors.

**ARTICLE V.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Name	Address
John E. Tober, P.A.	1401 Brickell Avenue, Suite 340 Miami, FL 33131

**ARTICLE VI.
BOARD OF DIRECTORS**

The number of Directors may be altered from time-to-time by the By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VII.
INITIAL DIRECTORS**

The name and post office address of the initial Directors of the Corporation are :

Name	Address
James E. Middleton	15205 S.W. 72nd Court Miami, FL 33157-2505
Michael L. Williams	10190 Collins Avenue Bal Harbour, FL 33154
Joseph R. Dockery	1824 Cromwell Drive Nashville, TN 37215
Charles Stuck Young	1290 Peachtree Battles Ave., NW Atlanta, GA 30327

**ARTICLE VIII.
INITIAL OFFICERS**

The initial officers shall be elected at the first Board of Directors meeting.

**ARTICLE IX.
INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Name
John E. Tober, P.A.

Address
1401 Brickell Avenue, Suite 340
Miami, FL 33131

**ARTICLE X.
INDEMNIFICATION**

The officers and directors of the Corporation are hereby indemnified by the Corporation for their acts to the fullest extent as provided for by Florida Statute 607.0850.

**ARTICLE XI.
COMMENCEMENT DATE**

Corporate existence will commence on the date of the filing of these Articles of Incorporation.

The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: 

John E. Tober, Esq.
John E. Tober, P.A.

ACKNOWLEDGMENT

FILED

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

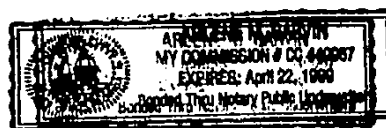
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 22nd day of May, 1997, by John E. Tober, Esq. who is personally known to me and who did take an oath.

NOTARY PUBLIC:

Arlene M. Green



My Commission Expires:

REGISTERED AGENT ACCEPTANCE

The Undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

[Signature]

John E. Tober, P.A.
John E. Tober, Esq.