

P97000050022

Medical Research Institute Inc.
3740 N.W. 80 Street
Miami, Fl. 33147

May 30, 1997

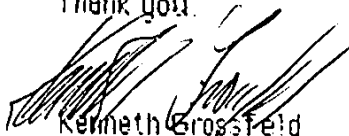
Secretary of State
Corporate Filings

Enclosed is the filing fee of \$122.50, one original and one copy of the
Articles of Incorporation for Medical Research Institute Inc.

Please return the papers to the above address.

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Thank you.


Kenneth Grossfeld

FILED
97 JUN -5 AM 9:14
TALLAHASSEE, FLORIDA
STATE

JUN 6 11 BSB

**ARTICLES OF INCORPORATION
OF
MEDICAL RESEARCH INSTITUTE INC.**

FILED
97 JUN -5 AM 9:14
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Medical Research Institute Inc.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES	PAR VALUE	CLASS OF
<u>AUTHORIZED</u>	<u>PER SHARE</u>	<u>STOCK</u>
500	\$1.00	COMMON

ARTICLE IV - 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3740 NW 80 Street, Miami, Florida 33147 and the name of the initial registered agent of this corporation is Kenneth Grossfeld, whose address is 3740 NW 80 Street, Miami, Florida 33147.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

NAME

ADDRESS

Kenneth Grossfeld

3740 N.W. 80 Street

Miami, Florida 33147

ARTICLE VII - INCORPORATOR

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

NAME

ADDRESS

Kenneth Grossfeld

3740 N.W. 80 Street

Miami, Florida 33147

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the fullest extent permitted by law.

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 2nd day of June, 1997.


SUBSCRIBER, Kenneth Grossfeld

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


Kenneth Grossfeld

FILED
JUL 5 1997
TALLAHASSEE, FLORIDA