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TRANSMITTAL LETTER

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

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-09/18/97--01092--010  
\*\*\*\*131.25 \*\*\*\*131.25

**SUBJECT:** Global Health Alternatives International Network, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Luis Tuñón, Jr. or Aymara Mencía Tuñón  
Name (Printed or typed)

15210 S.W. 154th Terrace

Address

Miami, FL 33187

City, State & Zip

GAVE (305) 226-5833

Daytime Telephone number

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

97 SEP 18 AM 9:55

FILED

Aymara  
AUTHORIZATION BY PHONE TO  
CORRECT costs added

DATE 9/19/97

DOC. EXAM TK

**NOTE:** Please provide the original and one copy of the articles.

TM-9/19/97

**Articles of Incorporation  
of  
Global Health Alternatives International Network, Inc.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**First :** The name of this corporation is:

Global Health Alternatives International Network, Inc.

**Second :** The general nature of the business and the objects and purposes to be transacted and carried on, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.:

1. To maintain an international medical network of physicians, hospitals and other medical providers to provide benefits to individual clients, insurance companies, health maintenance organizations (HMO's), preferred provider organizations (PPO's) and self-insured plans throughout the world.
2. To engage in any activity or business permitted under the insurance code of the State of Florida and the laws of the United States of America.

**Third :** The maximum number of Shares of Stock that this Corporation is authorized to have outstanding at any time is Fifty (50) Share of Common Stock of Ten (\$10.00) Dollars Par Value; all that are issued to be fully paid and exempt from assessment.

The Capital Stock may be paid for in cash, property, labor or services, the value of which property, labor or services shall be fixed by the Directors in the manner provided for by the Florida Statutes.

**Fourth :** The amount of Capital with which this corporation will begin business will not be less than FIVE HUNDRED (\$500.00) U.S. Dollars.

**Fifth :** This corporation will exist perpetually.

**Sixth :** No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the Directors of this corporation is or are interested in, or is a Director or Officer of, or are Directors or Officers of, such other corporation.

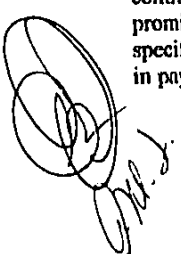
**Seventh :** The initial street address of the principal office of this corporation in the State of Florida is:  
11890 Tamiami Trail, Suite 400  
Miami, FL. 33184

**Eighth :** This corporation shall have Two (2) Director(s) initially. The number of Director(s) may be increased by By-Laws adopted by the Stockholders at any time and from time to time.

**Ninth :** The names and street address of the Subscribers to these Articles of Incorporation whom shall also be Members of the First Board of Directors are:

- |                        |  |
|------------------------|--|
| 1. Luis Tufón, Jr.     | 15210 S.W. 154th Terrace<br>Miami, FL. 33187 |
| 2. Aymara Mencía Tufón | 15210 S.W. 154th Terrace<br>Miami, FL. 33187 |

**Tenth :** The corporation, acting through its Board of Directors, shall have the right to borrow money and contract debts when necessary for the transaction of its business or for any other lawful purpose, to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified event or events, whether acquired by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired by any other lawful objects.



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TALLAHASSEE, FLORIDA

Page Two (Articles of Incorporation)

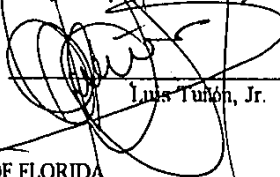
The corporation shall have the further right and power to, from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of this corporation (other than the Stock Book) or any of them shall be open to inspection of Stockholders, and no Stockholder shall have the right of inspecting any account, book or document of this corporation except as conferred by Statute, unless authorized by a resolution of the Stockholders or Board of Directors.

The corporation may in its By-Laws, confer powers upon its Board of Directors or Officers in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

Both Stockholders and Directors shall have the power, if the By-Laws so provide, to hold their respective meetings and to have one or more offices, within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the Statutes) outside of the State of Florida at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon Stockholders herein are granted subject to this reservation.

We, the undersigned, being the original subscribers to the Capital Stock hereinabove named for the purpose of forming a corporation for profit to do business within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and agree to take the number of Shares of Stock hereinabove set forth for us, and accordingly have hereunto set our hands and seals this 8th day of September of the year 1997 AD.

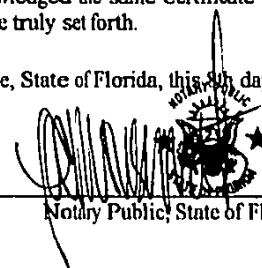
  
Luis Tuñón, Jr.

  
Aymara Mencía Tuñón

STATE OF FLORIDA  
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Luis Tuñón, Jr. and Aymara Mencía Tuñón; the parties to the foregoing Certificate of Incorporation, and having acknowledged the same Certificate to be a free and voluntary act and deed of them, for them, and the facts therein stated are truly set forth.

**Witness** my hand and official seal at Miami, County of Dade, State of Florida, this 8th day of September of the year 1997 AD.

  
A. MONSERRATE  
My Commission CC#14564  
Expires Oct. 19, 1998  
Bonded by ANB  
800-852-5878  
Notary Public, State of Florida at Large

My Commission Expires:

## Designated Agent for Service of Process

(Attached to Certificate of Incorporation and Made a Part Thereof)

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act and made a part of the Certificate of Incorporation of said corporation, to which this document is attached:

That Global Health Alternatives International Network, Inc. desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida has named Luis Tuñón, Jr. located at:

15210 S.W. 154th Terrace; Miami, Dade County, FL 33187

as its agent to accept services of process within this state.

  
(Officer of Corporation)

Having been named to accept service or process for the above stated corporation at place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By:   
(Resident Agent)

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