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4/03/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000006469 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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ACCT#: 071001002335

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NAME: LIFELOGIC, INC.

AUDIT NUMBER.....H98000006469

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Bm 4/3/98

ARTICLES OF INCORPORATION

OF

LIFELOGIC, INC.

ARTICLE I - NAME

The name of this Corporation is LIFELOGIC, INC.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the corporation is 1200 BRICKELL AVENUE, SUITE 1220, MIAMI, FLORIDA 33131.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of ONE DOLLAR (\$1.00) par value voting common stock.

Prepared By: Kaufman Rossin & Co.
2699 S. Bayshore Dr.
Miami, Fl. 33133
(305) 858-5600

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2699 SOUTH BAYSHORE DRIVE, FIFTH FLOOR, MIAMI, FLORIDA 33133, and the name of the initial registered agent of this Corporation at that address is MIGUEL G. FARRA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO (2) directors 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 (1). The names and addresses of the initial directors of this Corporation are:

WILLIAM A. PAZOS
1200 BRICKELL AVENUE, SUITE 1220
MIAMI, FLORIDA 33131


KENT T. ERTUGRUL
1200 BRICKELL AVENUE, SUITE 1220
MIAMI, FLORIDA 33131

ARTICLE VIII - INCORPORATOR

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

MIGUEL G. FARRA
2699 SOUTH BAYSHORE DRIVE, FIFTH FLOOR
MIAMI, FLORIDA 33133

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3 day of April, 1998.



Incorporator

H98000006469

STATE OF FLORIDA

)
) SS.
)

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on April 3, 1998, by Miguel G. Ferra, to whom is personally known to me and he did take an oath.

Michelle Moyano
Name: Michelle Moyano
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



MICHELLE MOYANO
My Commission CC471216
Expires Jul. 05, 1998
Bonded by ANB
800-862-5878

H98000006469

CERTIFICATE OF REGISTERED AGENT

OF

LIFELOGIC, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That LIFELOGIC, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Miami, County of Miami-Dade, State of Florida, has named MIGUEL G. FARRA as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at place designated in this 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.

Dated this 3 day of April, 1998.


MIGUEL G. FARRA

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