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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: INTERNATIONAL MIND AND HEALTH CONSULTING COR
AUDIT NUMBER.....H98000007201
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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ARTICLES OF INCORPORATION
OF

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TALLAHASSEE, FLORIDA

INTERNATIONAL MIND AND HEALTH CONSULTING CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I -- NAME

The name of the corporation shall be:

International Mind and Health Consulting Corp.

The principal place of business of this corporation shall be:
6423 Collins Avenue - Suite 1005
Miami Beach, Florida 33141

ARTICLE II -- NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III -- CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is 500. -(par value of \$ 1.00 per share)

Prepared By: Masses-Valera
1401 Ponce de Leon Blvd. #302
Coral Gables, Fl. 33134
(305) 444-0823

ARTICLE IV -- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V -- OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President/

Secretary:

LUIS JANE
6423 Collins Avenue, 1005
Miami Beach, Florida 33141

Vice-President

/Treasurer:

ARTICLE VI -- INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of corporation is (are):

LUIS JANE
6423 Collins Avenue, #1005
Miami Beach, Florida 33141

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this
____ 16th ____ day of April, 1998.

Signature(s) of Incorporator



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation:

International Mind and Health Consulting Corp.

2. The name and address of the registered agent and office is:

Luis Jané
6423 Collins Avenue
Miami Beach, Florida 33141

SIGNATURE



TITLE President/Secretary

DATE 4/16/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 4/16/98

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