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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN -8 AM 11:30

May 8, 1998

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\*\*\*122.50 \*\*\*122.50

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

Re: Profiles International, Inc.

Dear Sir:

Enclosed herewith is an original and one (1) copy of Articles of Incorporation. Please return a certified copy to me at your earliest convenience. I have enclosed my check in the amount of \$ 122.50 which represents your filing fee.

Thank you for your assistance in this matter.

Sincerely,

Kathleen Casey, President

Enclosure

Casey  
1200 SW 14 Street  
Boca Raton, FL 33486

D. BROWN JUN 10 1998

**ARTICLES OF INCORPORATION  
OF  
PROFILES INTERNATIONAL, INC.**

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

**ARTICLE 1 NAME**

The name of the corporation is : PROFILES INTERNATIONAL, INC..  
The address of the corporation is 4101 North Andrews Avenue., Suite 302,  
Fort Lauderdale, Florida 33309.

**ARTICLE 11 - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The corporation is authorized to issue One Hundred (100) shares of One Dollar ( \$1.00) par value Common Stock, which shall be designated "Common Stock".

**ARTICLE V - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased or diminished from time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Kathleen Casey, Pres. & Secretary  
4101 North Andrews Avenue  
Suite # 302  
Fort Lauderdale, Florida 33309

ARTICLE VI INITIAL REGISTERED AGENT AND  
STREET ADDRESS

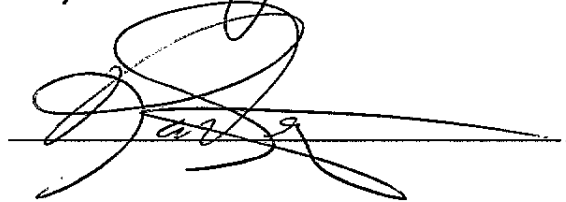
The name and address of the initial registered agent is:

Kathleen Casey  
4101 North Andrews Avenue  
Suite 302  
Ft, Lauderdale, Florida 33309

ARTICLE VII INCORPORATOR(S)

Kathleen Casey  
4101 North Andrews Avenue  
Suite 302  
Ft Lauderdale, Florida 33309

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this  
4 Day of June, 19 98.

A large, stylized handwritten signature, likely of Kathleen Casey, is written over a horizontal line.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 is:

PROFILES INTERNATIONAL, INC.

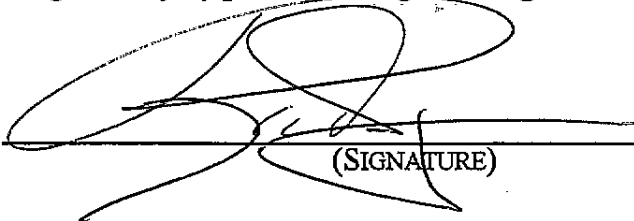
2. The name and address of the registered agent and office is:

KATHY LEEN CASEY  
(NAME)

4101 N. ANDREWS AVENUE SUITE 302  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FT LAUDERDALE FL 33309  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

6/4/98  
(DATE)

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