

P980000083941

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Prenatal USA, Inc

☒ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
☒ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

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DIVISION OF CORPORATION
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Signature _____

Requested by: _____

Name _____

Date _____

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Will Pick Up _____

R. Purinton SEP 29 1998

Articles of Incorporation

of

PRENATAL USA, INC.

a Florida corporation

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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1 - Name

The name of the corporation is PRENATAL USA, INC.

Article 2 - Mailing Address and Principal Office

The principal office and mailing address of the corporation shall be:

c/o Law Offices of Raul J. Sanchez de Varona, P.A.
4649 Ponce de Leon Blvd.
Suite 400
Coral Gables, Florida 33146

Article 3 - Duration and Commencement of Existence

The period of its duration is perpetual and its existence shall commence upon the filing of these articles.

Article 4 - Purpose

The purpose of the corporation is to transact any and all lawful business.

Article 5 - Capital Stock

The corporation is authorized to issue 100,000 shares, no par-value, all of one class.

Article 6 - Initial Registered Agent and Office

The initial registered agent of the corporation shall be Raul J. Sanchez de Varona, with an address of 4649 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33146. The initial registered office of the corporation shall be 4649 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33146.

Article 7 - Initial Board of Directors

The initial Board of Directors shall consist of two members. The initial directors and their addresses are Raul J. Sanchez de Varona, 4649 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33146 and Maria Sanchez de Varona, 4649 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33146.

Article 8 - By-Laws

The corporation may adopt its by-laws at such time as determined by the Board of Directors.

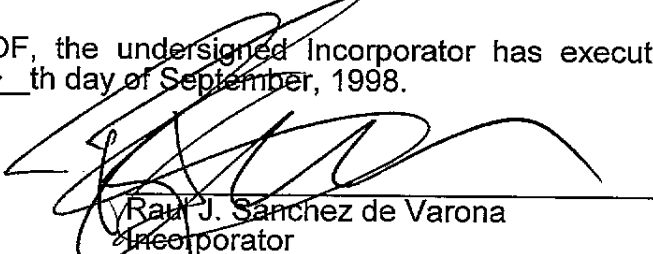
Article 9 - Indemnification

The corporation may indemnify its officers and directors for any acts whatsoever.

Article 10 - Amendment of Articles

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of September, 1998.



Raul J. Sanchez de Varona
Incorporator

Certificate of Registered Agent

of

PRENATAL USA, INC.

a Florida Corporation

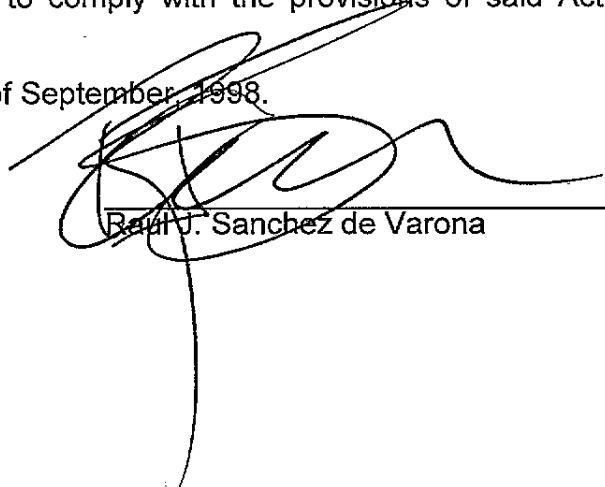
Pursuant to Chapter 607 of the Florida Statutes, the following is submitted in compliance with the Act:

That PRENATAL USA, 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 Dade, State of Florida, has named Raul J. Sanchez de Varona, of 4649 Ponce de Leon Blvd., Suite 400, Coral Gables, Florida 33146, 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 the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 14 day of September, 1998.



Raul J. Sanchez de Varona

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