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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**VICAR INTERNATIONAL, CORP.**

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ARTICLES OF INCORPORATION  
OF  
VICAR INTERNATIONAL, CORP

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be: . . .  
VICAR INTERNATIONAL, CORPORATION

The principal place of business of this corporation shall be:  
80 SOUTH SHORE DRIVE, Suite 401. MIAMI BEACH, FL 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:  
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

MJ TAXES  
Prepared by 420 Lincoln Road, Suite 387  
Miami Beach, FL 33139  
(305) 531-4542

ARTICLE V: OFFICERS DIRECTORS

The names and street addresses of the initial officers and director, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

CARLOS ALBERTO PANTOJA  
80 SOUTH SHORE DRIVE #401  
MIAMI BEACH, FL 33141

VICTOR RICARDO PENARANDA  
16570 NE 26 AVE, # 3F  
NORTH MIAMI BEACH, FL 33160

ARTICLE VI: INCORPORATORS

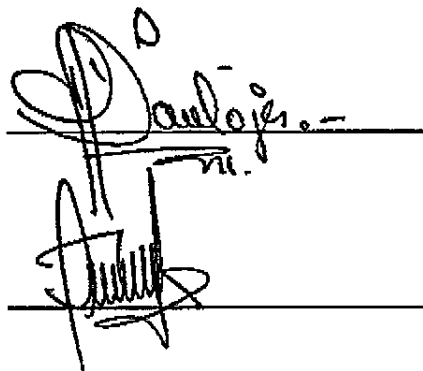
The names and street addresses of the incorporators to this articles of incorporation are:

CARLOS ALBERTO PANTOJA  
80 SOUTH SHORE DRIVE #401  
MIAMI BEACH, FL 33141

VICTOR RICARDO PENARANDA  
16570 NE 26 AVE, # 3F  
NORTH MIAMI BEACH, FL 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 02 days of January, 1999.

Signature of incorporators



Two handwritten signatures are present. The first signature, "Carlos Alberto Pantoja", is written in cursive over a horizontal line. The second signature, "Victor Ricardo Penaranda", is also in cursive and written over another horizontal line.

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**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 is:  
**VICAR INTERNATIONAL, CORP**
2. The name and address of the registered agent and office is:  
**VICTOR RICARDO PENARANDA  
16570 NE 26 AVE, # 3F  
NORTH MIAMI BEACH, FL 33160**

SIGNATURE 

TITLE: **PRESIDENT**

DATE: 01/02/99

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: 01/02/99