

LAW OFFICES
GERALD SILVERMAN
SUITE 300 - COURTHOUSE PLAZA
28 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

GERALD SILVERMAN
ROY S. ELKIN

TELEPHONE (305) 379-5681
FAX (305) 358-1126

May 4, 1999

P99000042838

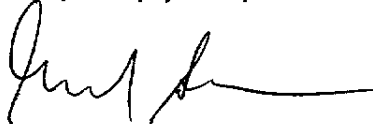
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: VITALPROGRESSIONS, INC.

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation for the above corporation. Enclosed also is our check in the amount of \$122.50.

Very truly yours,



GERALD SILVERMAN

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****122.50 *****78.75

FILED
99 MAY -7 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GS:lag

Enc.

T. SMITH MAY 11 1999

ARTICLES OF INCORPORATION

OF

VITALPROGRESSIONS, INC.,

ARTICLE ONE

The name of the corporation is:

VITALPROGRESSIONS, INC.

ARTICLE TWO

The mailing address of the corporation shall be 28 West Flagler Street, Suite 300, Miami, FL 33130.

ARTICLE THREE

The corporation may engage in any activity or transact any business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The corporation is authorized to issue and have outstanding at any one time 100 shares of one class of common stock of Ten (\$10.00) Dollar par value per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE FIVE

This corporation is to have perpetual existence commencing on the date of execution and acknowledgement of these articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

The street address of the initial registered office of this corporation is 28 West Flagler Street, Suite 300, Miami, FL 33130, and the name of the initial registered agent of this corporation at that address is GERALD SILVERMAN.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the corporation is one.

GERALD SILVERMAN
28 West Flagler Street
Suite 300
Miami, FL 33130

ARTICLE EIGHT

The name and address of the incorporator executing these Articles of Incorporation is:

GERALD SILVERMAN
28 West Flagler Street
Suite 300
Miami, FL 33130

ARTICLE NINE

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

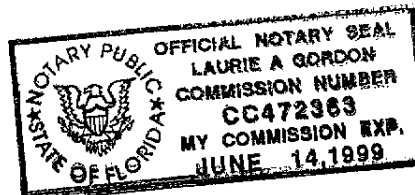
IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation this 4th day of May, 1999.


GERALD SILVERMAN

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 4th day of May, 1999, by
GERALD SILVERMAN.


NOTARY PUBLIC, STATE OF FLORIDA



PERSONALLY KNOWN ☒ OR PRODUCED IDENTIFICATION _____
TYPE OF IDENTIFICATION PRODUCED: _____

RESIDENT AGENT ACCEPTANCE

I HEREBY am familiar with and accept the duties and responsibilities as
registered agent for said Corporation.


GERALD SILVERMAN

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TALLAHASSEE, FLORIDA