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To: Division of Corporations
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From: Account Name : GIBBONS, COHN, NEUMAN, BELLO & SEGALL & ALLEN, P.A.
Account Number : I20000000178
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FLORIDA PROFIT CORPORATION OR P.A.

BodyRx, Corp.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

Articles of Incorporation

of

BodyRx, Corp.

ARTICLE 1: NAME

The name of this Corporation is: **BodyRx, Corp.**

ARTICLE 2: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 3: CAPITAL STOCK

This Corporation is authorized to issue 500 shares of \$.01 par value common stock.

**ARTICLE 4: INTIAL PRINCIPAL
OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 6203 South Richard Avenue,
Tampa, Florida 33616.

ARTICLE 5: INTIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3321 Henderson
Boulevard, Tampa, FL 33609, and the name of the initial registered agent of this Corporation at that
address is Andrew L. Adler, Esquire, c/o Gibbons, Cohn, Neuman, Bello, Segall & Allen, P.A.

ARTICLE 6: INTIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either
increased or diminished from time to time by the Bylaws but shall never be less than one. The name
and address of the initial directors of this Corporation is:

H00000049200 9

Articles of Incorporation
BodyRx, Corp.
Page 2

NAMES

ADDRESSES

Patricia E. Chikalla

6203 South Richard Avenue
Tampa, Florida 33616

ARTICLE 8: INCORPORATOR

The name and address of each person signing these Articles is:

NAME

ADDRESS

Patricia E. Chikalla

6203 South Richard Avenue
Tampa, Florida 33616

ARTICLE 9: CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE 10: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

H00000049200 9

Articles of Incorporation
BodyRx, Corp.
Page 3

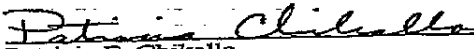
ARTICLE 11: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 12: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of September, 2000.


Patricia E. Chikalla,
Incorporator

Articles of Incorporation
BodyRx, Corp.
Page 4

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 15th day of September, 2000.


Andrew L. Adler
Registered Agent

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