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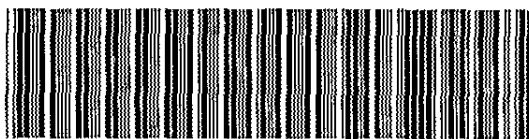
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Robert J. Capko, P.A.
ATTORNEYS AT LAW

BAY TREE CENTER
365 WAYMONT COURT, SUITE 105
P.O. BOX 951561 (ZIP 32795-1561)
LAKE MARY, FLORIDA 32746

Robert J. Capko, Esquire
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November 20, 2002

VIA FIRST CLASS MAIL

New Filings Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

*Re: Articles of Incorporation filing for Ayala & Giagonelli Alternative
Clinic, P.A.*

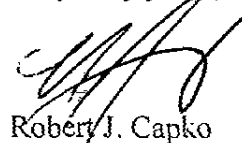
Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process for Ayala & Giagonelli Alternative Clinic, P.A.

Also enclosed is our firm check number 144 in the amount of \$70.00 for the filing fee and Registered Agent Designation. Please file the original Articles and date stamp the copy and return to me in the enclosed envelope.

Thank you for your cooperation in this matter. If you have any questions or concerns, please call. Thank you.

Very truly yours,



Robert J. Capko

Enclosures

**ARTICLES OF CORPORATION
OF
AYALA & GIAGONELLI ALTERNATIVE CLINIC, P.A.**

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ARTICLE I - NAME

The name of this corporation is AYALA & GIAGONELLI ALTERNATIVE CLINIC, P.A.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This professional service corporation is organized for the purpose of:

1. Providing massage therapy services;
2. Transacting any or all lawful business for which corporations may be incorporated under Florida law; and
3. Doing such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 (ONE THOUSAND) shares of no par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND CORPORATE ADDRESS

The street address of the initial registered office of this corporation is 365 Waymont Court, Suite 105, Lake Mary, Florida 32746, and the name of the initial registered agent of this corporation at that address is Robert J. Capko, Esquire.

The initial corporate address is 3551 West Lake Mary Boulevard, Suite 207, Lake Mary, Florida 32746.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation is:

<u>Name</u>	<u>Address</u>
Melisa Ayala	1456 Royal Terrace, Deltona, Florida 32738
Jennifer Giagonelli	407 Abeno Avenue, Deltona, Florida 32725

ARTICLE VIII-OFFICERS

<u>Name</u>	<u>Position</u>	<u>Address</u>
Melisa Ayala	President	1456 Royal Terrace
	Treasurer	Deltona, FL 32738
Jennifer Giagonelli	Vice-President	407 Abeno Avenue
	Secretary	Deltona, FL 32725

ARTICLE IX - INCORPORATORS

The name and address of the Incorporators signing these articles is:

Melisa Ayala, 1456 Royal Terrace, Deltona, Florida 32738
Jennifer Giagonelli, 407 Abeno Avenue, Deltona, Florida 32725

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Corporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Corporation on the 19th day of November, 2002.

Ayala & Giagonelli Alternative Clinic, P.A.

By Melisa Ayala
Melisa Ayala
Incorporator

By Jennifer Giagonelli
Jennifer Giagonelli
Incorporator

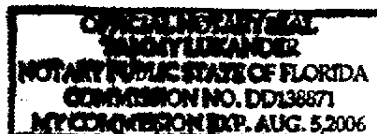
STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Melisa Ayala and Jennifer Giagonelli, Incorporators of Ayala & Giagonelli Alternative Clinic, P.A., known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Corporation. The subscribers are personally known to me or produced FL DRU as identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 19th day of November, 2002.

Sammy Lukander
NOTARY PUBLIC, State of Florida
at Large



My commission expires:

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that AYALA & GIAGONELLI ALTERNATIVE CLINIC, P.A. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3551 West Lake Mary Boulevard, Lake Mary Florida 32746, has named Robert J. Capko, Esquire, located at 365 Waymont Ct., Ste. 105, Lake Mary, Florida 32746 as its agent to accept service of process within Florida.

Dated: 11/19/02

Melisa Ayala
Melisa Ayala, Incorporator

Dated: 11/19/02

Jennifer Giagonelli
Jennifer Giagonelli, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named 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 performance of my duties.

Date: 11/19/02

Robert J. Capko
Robert J. Capko, Esquire
Registered Agent

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