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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1175-53887

T. Hampton

DEC 15 2005

The Law Offices of
**MOYLE
FLANIGAN
KATZ
RAYMOND
& SHEEHAN
P.A.**

POST OFFICE BOX 3888 (ZIP 33402-3888)
625 NORTH FLAGLER DRIVE, 9TH FLOOR
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TALLAHASSEE

WRITER'S DIRECT LINE:
(561) 822-0325

December 1, 2005

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

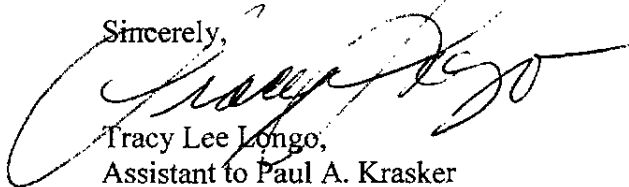
Re: Incorporation of The Good Life, Inc.

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for The Good Life, Inc. along with this law firm's check in the amount of \$70.00 to cover your costs associated with filing the same.

Should you have any questions, please do not hesitate to call.

Sincerely,



Tracy Lee Longo,
Assistant to Paul A. Krasker

/tl
Enclosures

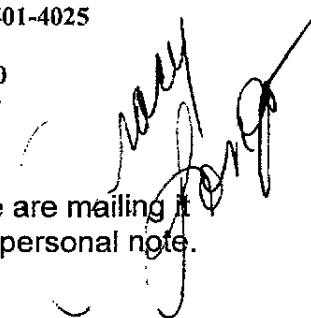
**Moyle, Flanigan, Katz,
Raymond & Sheehan, P.A.**

625 NORTH FLAGLER DRIVE, 9TH FLOOR
WEST PALM BEACH, FLORIDA 33401-4025

TELEPHONE (561) 659-7500
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Here it is...

To get this to you promptly, we are mailing it
without taking the time to write you a personal note.





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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 6, 2005

TRACY LEE LONGO, ASSISTANT
PAUL A KRASKER, ATTORNEY
P O BOX 3888
W PALM BEACH, FL 33402-3888

SUBJECT: THE GOOD LIFE, INC.
Ref. Number: W05000053887

We have received your document for THE GOOD LIFE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L04000017086 (GOOD LIFE, LLC).

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filing Section

Letter Number: 305A00070651

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**ARTICLES OF INCORPORATION
OF
THE GOOD LIFE OF PALM BEACH, INC.**

2005 DEC 15 PM 2: 11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I
Name of Corporation

The name of this Corporation shall be THE GOOD LIFE OF PALM BEACH, INC. (the "Corporation").

ARTICLE II
Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 44 Cocoanut Row, Suite B-22, Palm Beach, FL 33480.

ARTICLE III
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.

- (c) To do any and everything pertinent to the above.

ARTICLE IV
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, 9th Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Paul A. Krasker, Esquire.

ARTICLE VIII
Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

Ruthanne Zentner	44 Cocoanut Row, Suite B-22
	Palm Beach, FL 33480

ARTICLE IX
By-Laws

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

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
Incorporator

The name and address of the person signing these Articles is as follows: Paul A. Krasker, Moyle, Flanigan et al., 625 N. Flagler Drive, 9th Floor, West Palm Beach, FL 33401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of December, 2005.

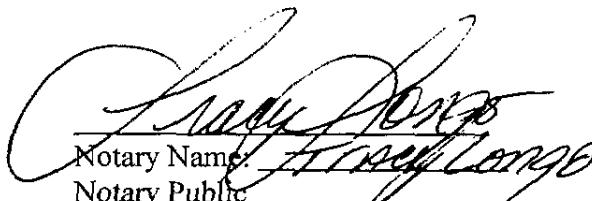


Paul A. Krasker

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 17th day of December, 2005, by Paul A. Krasker, as Incorporator of THE GOOD LIFE OF PALM BEACH, INC., on behalf of the Corporation, and he is personally known to me or has produced _____ as identification and did take an oath.




Notary Name: Tracy Lee Longo
Notary Public
Serial (Commission) Number _____
(if any) _____

I hereby accept appointment as Registered Agent of THE GOOD LIFE OF PALM BEACH, INC. as provided in Article VII, hereof.



Paul A. Krasker, Esq.
Registered Agent