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(Business Entity Name)

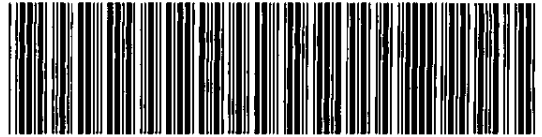
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gr 3/18/09

Dr. Wm. P. McPhilamy
9471 Baymeadows Road - Suite #402
Jacksonville, Fl - 32256


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Department of State
Division of Corporations
P. O. Box #6327
Tallahassee, Fl - 32314

SUBJECT: HEALTHQUEST INSTITUTE & WELLNESS CENTER, LLC
[PROPOSED CORPORATE NAME]

Enclosed is an original and one(1) copy of the Articles of Incorporation
and a check for \$87.50, covering the Filing Fee, Certified Copy and
Certificate.

FROM:


Dr. Wm. P. McPhilamy

9471 Baymeadows Road - Suite #402

Jacksonville, Florida - 32256.

(904)733-4577

[Daytime Telephone Number]



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 9, 2009

DR. WM. P. MCPHILAMY
9471 BAYMEADOWS ROAD
SUITE #402
JACKSONVILLE, FL 32256

SUBJECT: HEALTHQUEST INSTITUTE & WELLNESS CENTER, LLC
Ref. Number: W09000011024

We have received your document for HEALTHQUEST INSTITUTE & WELLNESS CENTER, LLC and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

You must list at least one incorporator with a complete business street address.

Please return the corrected 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 209A00008028

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ARTICLES OF INCORPORATION

OF

HEALTHQUEST INSTITUTE & WELLNESS CENTER, INC.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida:

ARTICLE I. NAME

The name of the corporation shall be:

HEALTHQUEST INSTITUTE & WELLNESS CENTER, INC.

The principal place of business of this corporation shall be 9471 BAYMEADOWS ROAD - SUITE #402 - Jacksonville, Florida 32256:

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in the operation of a Alternative Wellness Center as well as any or all other lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of the common stock, the only class of stock, and having a \$00.10, Ten Cent par value per share:

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 9471 Baymeadows Road - Suite #402, Jacksonville, Florida.

The mailing address of the initial registered office of the corporation is 9471 Baymeadows Road - suite #402, Jacksonville, Florida - 32256:

ARTICLE V. TERM OF EXISTENCE

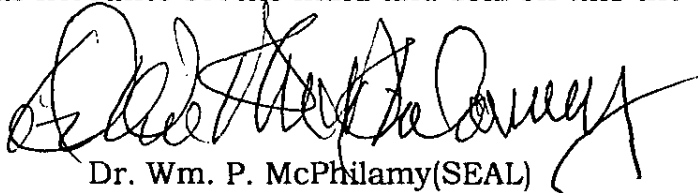
Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her share or shares thereof at the price at which it is offered to others:

ARTICLE VI. OFFICERS AND DIRECTORS

President/Director	Dr. Wm. P. McPhilamy 9471 Baymeadows Road-Suite #402 Jacksonville, Florida - 32256.
Vice-President/Director	Mark Bourgeois 8843 San Jose Blvd., Suite Two Jacksonville, Florida - 32217-4244
Secretary/Director	Roxanne A. Harmon 8025 Baymeadows Circle East, #1806 Jacksonville, Florida - 32256.

ARTICLE VII. INCORPORATION

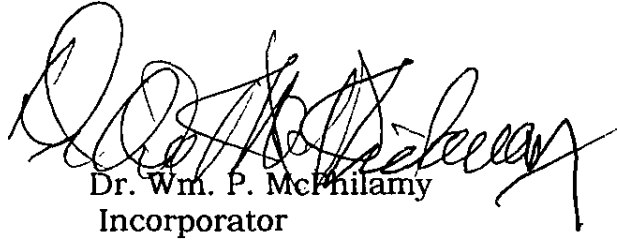
The undersigned, "incorporator," together with his complete business street address has hereunto set his hand and seal on this the 4th Day of March , 2009.



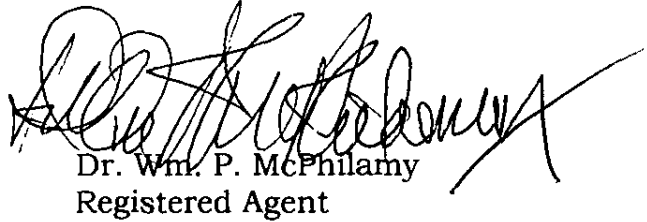
Dr. Wm. P. McPhilamy(SEAL)
9471 Baymeadows Road, Suite #402
Jacksonville, FL - 32256-7937

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

That HEALTHQUEST INSTITUTE & WELLNESS CENTER, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business being 9471 Baymeadows Road - Suite # 402 - Jacksonville, Florida, 32256, and business and mailing is 9471 Baymeadows Road - suite #402 - Jacksonville, Florida - 32256, and has named Dr. Wm. P. McPhilamy, of 9471 Baymeadows Road - Suite # 402 - Jacksonville, Florida, 32256, as it's registered agent to accept service of process within Florida.


Dr. Wm. P. McPhilamy
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes that are relative to the proper performance of my duties.


Dr. Wm. P. McPhilamy
Registered Agent

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