

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO000000 75435

Anti-Aging Focus Group, Inc.

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*****70.00 *****70.00

<input checked="" type="checkbox"/> Art of Inc. File <i>Photo</i>	00 AUG -9 PM 12:13 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input type="checkbox"/> LTD Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input type="checkbox"/> L.C. File	
<input type="checkbox"/> Fictitious Name File	
<input type="checkbox"/> Trade/Service Mark	
<input type="checkbox"/> Merger File	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> RA Resignation	
<input type="checkbox"/> Dissolution / Withdrawal	
<input type="checkbox"/> Annual Report / Reinstatement	
<input checked="" type="checkbox"/> Cert. Copy	00 AUG -9 AM 11:16 RECEIVED DEPT. OF REVENUE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input type="checkbox"/> Photo Copy	
<input type="checkbox"/> Certificate of Good Standing	
<input type="checkbox"/> Certificate of Status	
<input type="checkbox"/> Certificate of Fictitious Name	
<input type="checkbox"/> Corp Record Search	
<input type="checkbox"/> Officer Search	
<input type="checkbox"/> Fictitious Search	
<input type="checkbox"/> Fictitious Owner Search	
<input type="checkbox"/> Vehicle Search	
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<input type="checkbox"/> UCC 11 Search	
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Signature _____

Requested by: *cm* *8/9* *10:38*

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

CERTIFICATE OF INCORPORATION
-of-
ANTI-AGING FOCUS GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is ANTI-AGING FOCUS GROUP, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000 all of which shall be common shares with par value of \$.01.

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 2677 FOREST HILL BLVD., #102, WEST PALM BEACH, PALM BEACH COUNTY, FLORIDA 33406, and the name of the initial registered agent is FRANCIS PHELPS III.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of THREE members but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the By-laws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The names and addresses of the Directors which constitute the first Board of Directors of the Corporation are:

NAME
FRANCIS PHELPS III

ADDRESS
2677 FOREST HILL BLVD. #102
WEST PALM BEACH, FL. 33406

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00 AUG -9 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
SECRETARY OF STATE

Certificate Designating Place of Business or Domicile
for the Service of Process Within This State, Naming
Agent Upon Whom Process May Be Served and Names and
Addresses of the Officers and Directors.

ANTI-AGING FOCUS GROUP, INC.

The following is submitted, in compliance with Chapter 48.091,
Florida Statutes:

ANTI-AGING FOCUS GROUP, INC., a corporation organized under
the laws of the State of Florida, with its principal office at 2677
FOREST HILL BLVD., #102, WEST PALM BEACH, PALM BEACH COUNTY,
FLORIDA, 33406, has named FRANCIS PHELPS, III, located at 2677
FOREST HILL BLVD., #102, WEST PALM BEACH, PALM BEACH COUNTY,
FLORIDA, 33406, as its agent to accept service of process within
this state.


<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESS</u>
FRANCIS PHELPS III	PRES/SEC.	2677 FOREST HILL BLVD.#102 WEST PALM BEACH, FL.33406
JOANN MAROTTA	VICE-PRES/TREAS.	20871 N.W. 2 ND STREET PEMBROKE PINES, FL 33029

<u>DIRECTORS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESS</u>
FRANCIS PHELPS III	PRES/SEC.	2677 FOREST HILL BLVD.#102 WEST PALM BEACH, FL.33406
JOANN MAROTTA	VICE-PRES/TREAS.	20871 N.W. 2 ND STREET PEMBROKE PINES, FL 33029

ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to
keep the office open during prescribed hours: to post my name (and
any other officers of said corporation authorized to accept service
of process at the above Florida designated address) in some
conspicuous place in the office as required by law.

DATED: AUGUST 8, 2000


FRANCIS PHELPS III

JOANN MAROTTA

20871 N.W. 2ND STREET
PEMBROKE PINES, FL 33029

JEROME WATERS

237 N.E. 33RD ROAD
MIAMI, FL. 33133

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation are:

NAME

ADDRESS


FRANCIS PHELPS III

2677 FOREST HILL BLVD. #102
WEST PALM BEACH, FL. 33406

IN WITNESS WHEREOF, the undersigned has subscribed his name this August 8, 2000.

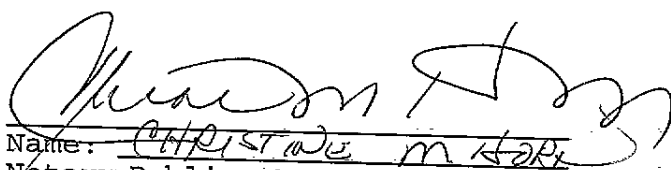
STATE OF FLORIDA)

COUNTY OF PALM BEACH)


FRANCIS PHELPS III

On August 8, 2000, before me, the undersigned officer, personally appeared FRANCIS PHELPS III, who is personally known to me to be the person who executed the foregoing, and he took an oath, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Name: CHRISTINE M. HORN
Notary Public, State of Florida,
at Large
Commission Number _____
My Commission Expires: _____

