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August 16, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-08/19/02--01078--010
*****70.00 *****70.00

Subject: ***Therapeutic Wellness Center, Inc.***

Dear Sir/Madam:

Enclosed is an original and one (1) copy each of the Articles of Incorporation, and Certificate of Designation Registered Agent/Registered Office.

Pursuant to Section 607.0123 Florida Statutes, the effective date of said Corporation shall be August 19, 2002.

Enclosed also is a check in the amount of $70.00 for the following:

- Filing of the two (2) above mentioned documents $70.00

FILED
02 AUG 19 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Karin Whitbeck, Director/President
3322 SW 2nd Street
Cape Coral, Florida 33991
(239) 283-5945

YM 8/20

Articles of Incorporation

of

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02 AUG 19 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Therapeutic Wellness Center, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be 12:01 a.m., August 19, 2002.

ARTICLE I - Name

The name of the Corporation shall be:

Therapeutic Wellness Center, Inc.

The address of the principal office of this corporation shall be:

100 Madrid Boulevard
Punta Gorda, Florida 33950

and the mailing address of the corporation shall be:

3322 SW 2nd Street
Cape Coral, Florida 33991

ARTICLE II - Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, 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 1,000 (One Thousand) shares of common stock having $1.00 par value per share.

ARTICLE IV - Initial Registered Agent and Street Address

The name of the initial registered agent of the corporation is:

Karin Whitbeck

and the street address of the initial registered office of the corporation shall be:

3322 SW 2nd Street
Cape Coral, Florida 33991

ARTICLE V - Term of Existence

Pursuant to Section 607.0123 Florida Statutes, effective date of said Corporation shall be 12:01 a.m., August 19, 2002.

This corporation is to exist perpetually.

ARTICLE VI - Incorporator(s)

The name and street address of the incorporators to these Articles of Incorporation are:

Karin Whitbeck
3322 SW 2nd Street
Cape Coral, Florida 33991

Kathleen Kelley
214 64 Mallory Avenue
Port Charlotte, Florida 33952

ARTICLE VII - Initial Directors

The initial directors' names and addresses for the corporation:

Director

Karin Whitbeck
3322 SW 2nd Street
Cape Coral, Florida 33991

Director

Kathleen Kelley
21464 Mallory Avenue
Port Charlotte, Florida 33952

President

Karin Whitbeck
3322 SW 2nd Street
Cape Coral, Florida 33991

Secretary/Treasurer

Kathleen Kelley
21464 Mallory Avenue
Port Charlotte, Florida 33952

ARTICLE VIII - Purpose of the Corporation

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IX - Management and Regulations

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 16th day of August, 2002.

Karin Whitbeck

Kathleen Kelley

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the laws of the State of Florida, submits the following statement in designation the registered agent/registered office, in the State of Florida.

1. The name of the corporation is:

   Therapeutic Wellness Center, Inc.

2. The name, address and phone number of the registered agent and office is:

   Karin Whitbeck
   3322 SW 2nd Street
   Cape Coral, Florida 33991
   (239) 283-5945

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: August 16, 2002

Karin Whitbeck, Director/President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA