

F98000002548

To Whom it may Concern:

Please find enclosed a UPS
envelope to return acknowledgement.

If you have any additional questions need. answering
you can contact Russell Van de Castede at his voice mail
at 1800-914-1263 just leave a message and he will
return the call immediately.

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*****87.50 *****87.50

Thank you for your quick reply in advance.

Sincerely yours,
Russell

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98 MAY -4 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-9357

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TRANSMITTAL LETTER

98 MAY -4 AM 11:03

To: Qualification/Tax Lien Section
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: HEALTH PLUS INTERNATIONAL OF NEVADA, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

RUSSELL VAN DE CASTEELE

(Name of Person)

HEALTH PLUS INTERNATIONAL OF NEVADA

(Firm/Company)

1801 S. FEDERAL HWY SUITE 223

(Address)

DELRAY BEACH, FL 33483

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

RUSSELL VAN DE CASTEELE at (800) 914-1263

(Name of Person)

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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98 MAY -4 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 27, 1998

RUSSELL VAN DE CASTEELE
HEALTH PLUS INTERNATIONAL, INC.
1801 S. FEDERAL HWY, SUITE 223
DELRAY BEACH, FL 33483

SUBJECT: HEALTH PLUS INTERNATIONAL, INC.
Ref. Number: W98000009357

We have received your document for HEALTH PLUS INTERNATIONAL, INC. 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 application for the registration of a foreign corporate name by Health Plus International, Inc. can not be filed since the name is unavailable.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 798A00022712

DEAR Agnes,

I received the documents, but I did not receive the check back. Could you look into it for me.

Enclosed please find all the documents you need to register HPI of Nevada, Inc.

I have enclosed a FedEx envelope for your convenience.

Thanks for your promptness

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

in advance Russell



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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98 MAY -4 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 4, 1998

RUSSELL VAN DE CASTEELE
HEALTH PLUS INTERNATIONAL, INC.
1801 S. FEDERAL HWY, SUITE 223
DELRAY BEACH, FL 33483

SUBJECT: HEALTH PLUS INTERNATIONAL, INC.
Ref. Number: W98000009357

We have received your document for HEALTH PLUS INTERNATIONAL, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

I am returning the enclosed check for \$78.75 as the fee to file your qualification application is already on file.

Please return 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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 098A00024335

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned RUSSELL VAN DE CASTEELE, do hereby certify
(Name)that this Resolution of the Board of Directors of HEALTH PLUS INTERNATIONAL,
INC.
(Corporate Name)a corporation duly organized and existing under the laws of the State of NEVADA,was duly adopted on JULY 17,, 19 97.Be it resolved, that HEALTH PLUS INTERNATIONAL, INC.
(Corporate Name)organized and existing in the State of NEVADA, hereby adopts the name.. HEALTH PLUS INTERNATIONAL OF NEVADA, INC. for use in Florida.Dated: 5/4/98Russell Van de Casteele
Signature of either Chairman, Vice Chairman or any officerRUSSELL VAN DE CASTEELE, Pres/CEO
Type or print name

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HEALTH PLUS INTERNATIONAL OF NEVADA INCORPORATED

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. NEVADA

(State or country under the law of which it is incorporated)

3. 88-0381235

(FEI number, if applicable)

4. JULY 17 1997

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. WAITING FOR CERTIFICATE OR UPON REGISTRATION

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1801 S. FEDERAL HWY SUITE 223

DELRAY BEACH, FL. 33483

(Current mailing address)

8. MARKETING HEALTH AND MEDICAL RELATED PRODUCTS

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: DONALD A. DAVETT

Office Address: TUSCANY C 183

DELRAY BEACH

, Florida, 33446

(Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Donald A. Davett

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: NONE

Address: _____

Vice Chairman: NONE

Address: _____

Director: RUSSELL VAN DE CASTEELE

Address: 1801 S. FEDERAL HWY SUITE 223
DELRAY BEACH FL. 33483

Director: BRETT BROWN

Address: 4502 NW 3RD DRIVE
DELRAY BEACH FL. 33445

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: RUSSELL VAN DE CASTEELE

Address: 1801 S. FEDERAL HWY SUITE 223
DELRAY BEACH, FL. 33483

Vice President: NONE

Address: _____

Secretary: DONALD DAVETT

Address: TUSCANY C 183
DELRAY BEACH, FL. 33446

Treasurer: BRETT BROWN

Address: 4502 NW 3RD DRIVE
DELRAY BEACH, FL. 33445

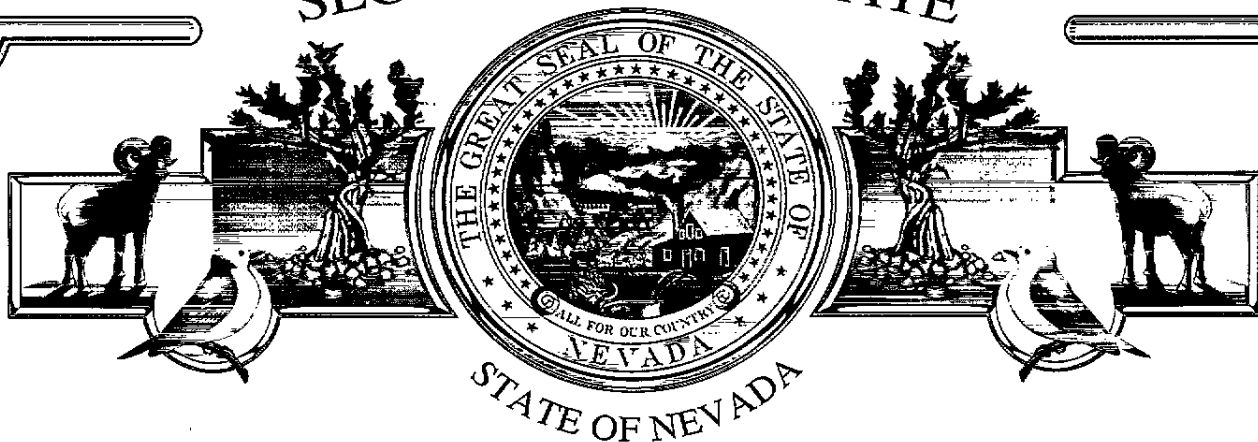
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Russell Van de Casteele
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Russell Van de Casteele - PRESIDENT & CEO
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HEALTH PLUS INTERNATIONAL, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 17, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 20, 1998.



Dean Heller
Secretary of State
By *Wendy R. Smith*
Certification Clerk

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98 MAY -4 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA