

N 990 0000 4450

G. W. GARMAN & CO.

M R G L E S

3801 S OCEAN DR 4Z
HOLLYWOOD FL 33019

Telephone 954.455.9104

6/22/99

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314
(904) 488-9000

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-07/19/99--01113--016
*****70.00 *****70.00

Dear Sirs/Madam:

Enclosed is an original and one (1) copy of the Articles of
Incorporation of for filling purposes.

BETTER ALTERNATIVES TO DRUGS, FINE.

Also enclosed is an executed original of the registered
agent's written acceptance of his appointment as registered
agent.

Also enclosed is a check for \$ 70.00 to cover filing fees.

Please send a stamped copy of the Articles to the
undersigned at the above address.

Thank you for your prompt attention.

Very Truly Yours,

Guy Garman
Guy Garman
FOR THE FIRM
954-455-9104

99 JUL 19 AM 8:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

GUY GARMAN & CO.
3801 S OCEAN DR. 4Z
Hollywood, FLORIDA 33019
Phone (954) 455-9104

CB
7-27-99
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ARTICLES OF INCORPORATION
OF

BETTER ALTERNATIVES TO DRUGS, INC.

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of FLORIDA, adopt the following articles of incorporation for such corporation:

FILED
99 JUL 19 AM 8:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation" is BETTER ALTERNATIVES TO DRUGS, INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be. 5211 AVENIDA DE CORTEZ SARASOTA FLORIDA 34242

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE V

The initial street address in the state of FLORIDA of the initial registered office of the Corporation is 2840 N SR 7 HOLLYWOOD FL 33021, and the name of the initial registered agent at such address is GUY GARMAN

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of FLORIDA.

ARTICLE VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, as stated in the by-laws, are as follows:

LINDA CHRISTINE BIRNIE
4014 PONEA DRIVE
SARASOTA FL 34241

STEPHEN PAUL EDWARDS
5211 AVENIDA DE CORTEZ
SARASOTA FL 34242

MANDY EDWARDS
702 PROMENADE PLACE
TAMPA FL 33602

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

STEPHEN PAUL EDWARDS
5211 AVENIDA DE CORTEZ
SARASOTA FL 34242

IN WITNESS WHEREOF, the undersigned have made and
subscribed
to these Articles of Incorporation at

SPRINGFIELD, on this 21 day of June, 19 99.
County,

Stephen Paul Edwards

STATE OF
COUNTY OF

FLORIDA
SPRINGFIELD

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 state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

BETTER ALTERNATIVES TO DRUGS, INC.

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

GUY GARMAN
2840 N STATE RD 7
HOLLYWOOD FL 33021

99 JUL 19 AM 8:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

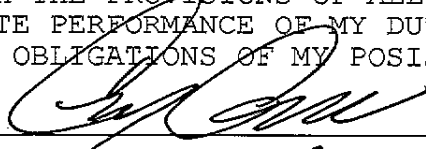
FILED

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERBY 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 POSISTION AS REGISTERED AGENT.

SIGNATURE

DATE

STATE OF
COUNTY OF


6.21.99
FLORIDA
BROWARD