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Taylor, Messick & Tosti, P.C.

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† Admitted to Virginia and DC Bars  
° Admitted to Florida and Virginia Bars  
‡ Admitted to Virginia Bar

October 22, 1999

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

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

700003024407--6  
-10/25/99-01133--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation for Minding the Body, Inc.

Ladies and Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Minding the Body, Inc., along with a check for \$78.75 (\$35.00 filing fee, \$35.00 registered agent designation, \$8.75 for a certified copy).

Please call me at 561/995-8868 if you have any questions.

Sincerely,

*Walter H. Messick*

Walter H. Messick

FILED  
99 OCT 25 PM 12:20  
CLERK OF COURT  
JULIA A. HARRIS

CB  
10-26-99  
if

**ARTICLES OF INCORPORATION  
OF  
MINDING THE BODY, INC.**

In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a not-for-profit business corporation.

**ARTICLE I**

The name of the Corporation ("Corporation") is Minding the Body, Inc.

**ARTICLE II**

The existence of the Corporation shall begin on October 25, 1999.

**ARTICLE III**

The street address of the initial principal office of the Corporation is:

355 NE 4<sup>th</sup> St.  
Boca Raton, FL 33432

**ARTICLE IV**

The initial street address of the Corporation's registered office is:

Minding the Body, Inc.  
c/o Taylor, Messick & Tosti, P.C.  
2101 Corporate Blvd., Suite 101  
Boca Raton, FL 33431

The initial registered agent for the Corporation at that address is Walter H. Messick.

**FILED**  
09 OCT 25 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE V

The purposes of the Corporation are to:

1. Train people how to be care takers.
2. Train fitness instructors how to work with handicapped people, and how to include handicapped people into the fitness instructors' regular classes.
3. Teach handicapped people how to be more independent.

## ARTICLE VI

The method by which directors are appointed shall be as stated in the Corporation's Bylaws. The initial board of directors shall consist of five (5) persons. This number may be increased or decreased from time to time in accordance with the Corporation's Bylaws, but shall never be less than three (3). The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Anna Rowe	355 NE 4 <sup>th</sup> St. Boca Raton, FL 33432
Susan Huard	1398 SW 14 <sup>th</sup> St. Boca Raton, FL 33486
Ross Berkwich	6682 S. Grande Drive Boca Raton, FL 33433
Kerry Cavanaugh	614 NW 13 <sup>th</sup> St., #22 Boca Raton, FL 33486
Sondra Sobol	440 NE Mizner Blvd. Boca Raton, FL 33432

ARTICLE VII

The name and street address of the person signing these articles of incorporation are:

Name

Address

Walter H. Messick

Taylor, Messick & Tosti, P.C.  
2101 Corporate Blvd., Suite 101  
Boca Raton, FL 33431

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on October 22, 1999.

Walter H. Messick

Walter H. Messick  
Incorporator

99 OCT 25 PM 12:20  
SECRETARY OF STATE  
FLORIDA

FILED

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Minding the Body, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501(3).

Walter H. Messick

Walter H. Messick

Date: October 22, 1999