

MARSHALL McDONALD, III

*Attorney at Law
Certified Public Accountant
Certified Financial Planner*

P000000021906

February 18, 2000

Florida Department of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, Florida 32301

300003147843--8
-02/25/00-01077-003
*****70.00 *****70.00

Re: Cleopatra's Body & Soul, Inc.

Gentlemen:

Enclosed is an original and a copy of Articles of Incorporation for Cleopatra's Body & Soul, Inc.
Also enclosed is my check in the amount of \$70.00 in payment of the following fees:

Filing fee	\$ 35.00
Registered Agent fee	<u>35.00</u>
Total	\$70.00

Please file the original Articles of Incorporation and return the enclosed copy to me at your earliest opportunity with the document number and filing date stamped thereon.

Very truly yours,



Marshall McDonald, III

Enclosures

c: Mr. & Mrs. Russell Swanson

FILED
2000 FEB 25 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK 3/2

FILED

2000 FEB 25 PM 3:08

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

CLEOPATRA'S BODY & SOUL, INC.

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

ARTICLE 1 - NAME

The name of the corporation is Cleopatra's Body & Soul, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 15563 Estancia Lane, Wellington 33414.

ARTICLE 3 - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares.

ARTICLE 4 - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Marshall McDonald, III, 1070 E. Indiantown Road, Suite 312, Jupiter, Florida 33477.

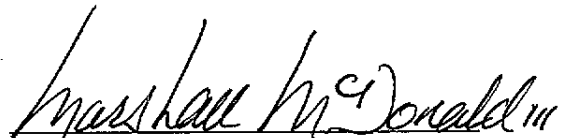
ARTICLE 5 - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Marshall McDonald, III, 1070 E. Indiantown Road, Suite 312, Jupiter, Florida 33477.

ARTICLE 6 - DIRECTORS

This corporation shall have two directors. The number of directors may be either increased or decreased from time to time as provided in the bylaws of this corporation, but shall never be less than one.

Dated: February 18, 2000


Marshall McDonald, III
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 am familiar with and accept the obligations of my position as registered agent.

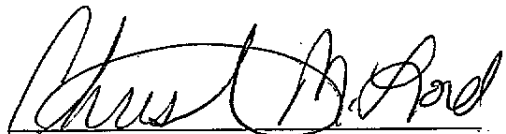
Dated: February 18, 2000



Marshall McDonald, III
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 18th day of February, 2000 by Marshall McDonald, III, who is personally known to me and who did not take an oath.



Christine Lord
Notary Public, State of Florida

