

P00000042953

ALLEN & BILLINGTON, P.A.

Attorneys and Counselors at Law

2000 Hwy. A1A, Second Floor • Indian Harbour Beach, FL 32937 • Telephone: (321) 779-1211

April 24, 2000

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

800003227048--2
-04/27/00--01077--008
****122.50 *****78.75

RE: Be-Attitude Center For Creative Living, Inc.

Dear Division of Corporations,

Please find enclosed an original plus one copy of Articles of Incorporation for the above-named corporation. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. A check in the amount of \$122.50 is enclosed to cover the filing fee and certified copy.

Thank you for your assistance.

Sincerely,

Allen & Billington, P.A.

By: Dianne E. Billington
Dianne E. Billington
Attorney at Law

FILED
03 APR 27 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEB:sdf

Enclosures

gj 4/28

**ARTICLES OF INCORPORATION
OF
BE-ATTITUDE CENTER FOR CREATIVE LIVING, INC.**

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

**Article I
Name of Corporation**

The name of this corporation is:

Be-Attitude Center For Creative Living, Inc.

FILED
00 APR 27 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article II
General Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**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 shares of common stock having a par value of \$1.00 per share.

**Article IV
Address**

The initial street address of the principal office of this corporation in the State of Florida is:

384 Aquarina Blvd.
Melbourne Beach, FL 32951

Article V
Directors

The business of this corporation shall be managed by the Board of Directors. There shall be one (1) director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one (1).

The name and street address of each member of the first Board of Directors is:

Joanne C. Roth
384 Aquarina Blvd.
Melbourne Beach, FL 32951

Article VI
Subscribers

The name and street address of each person signing the Articles of Incorporation as a subscriber is:

Joanne C. Roth
384 Aquarina Blvd.
Melbourne Beach, FL 32951

Article VII
Corporate Existence

The date when corporate existence for this corporation shall begin shall be upon the date of filing of these Articles of Incorporation, and the corporation shall have perpetual existence.

Article VIII
Registered Agent

The name and address of the initial registered agent is:

Joanne C. Roth
384 Aquarina Blvd.
Melbourne Beach, FL 32951

Article IX
Bylaws

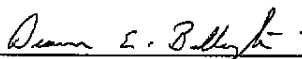
The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

In witness whereof, the undersigned executed these Articles of Incorporation this 24th day of April, 2000.


JOANNE C. ROTH

State of Florida
County of Brevard

The foregoing instrument was acknowledged before me this 24th day of April, 2000, by Joanne Roth, who produced the following identification: FL DRIVER'S LICENSE.



Notary Public
Commission Expires:



Dianne E Billington
My Commission CC865546
Expires September 26, 2003

CERTIFICATE OF DESIGNATION

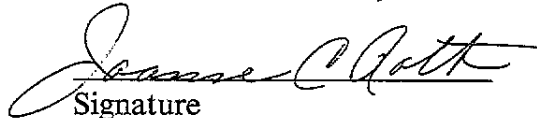
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating its registered agent and registered office, in the state of Florida.

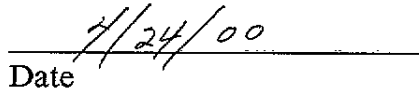
1. The name of the corporation is BE-ATTITUDE CENTER FOR CREATIVE LIVING, INC.

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

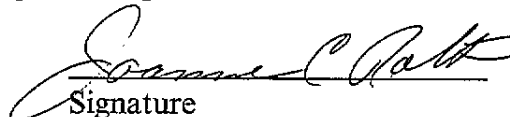
JOANNE C. ROTH
384 AQUARINA BLVD.
MELBOURNE BEACH, FL 32951

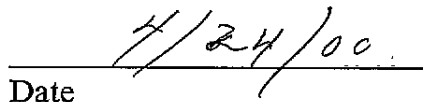

Signature


Title


Date

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.


Signature


Date