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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 26 PM 12:09

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: BETTERBODYZ, INC.
(PROPOSED CORPORATE NAME)

ENCLOSED IS AN ORIGINAL AND ONE(1) COPY OF THE ARTICLES OF
INCORPORATION AND OUR CHECK FOR \$ 78.75

600003336966--5
-07/26/00--01083--010
*****78.75 *****78.75

FROM: RICHARD RIESENBERG
NAME
644 E HALLANDALE BEACH BLVD
ADDRESS
HALLANDALE FL 33009
CITY, STATE AND ZIP
954-458-5514
AREA CODE AND PHONE NUMBER

8/7/28/00

ARTICLES OF INCORPORATION
OF

BETTERBODYZ , INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE #1 NAME OF THE CORPORATION

BETTERBODYZ , INC.

ARTICLE #2 PRINCIPAL OFFICE

14550 SOUTH MILITARY TRAIL DELRAY BEACH, FL 33484

ARTICLE #3 SHARES

1000 SHARES COMMON

ARTICLE #4 INITIAL REGISTERED AGENT AND STREET ADDRESS

CHRIS ADAIR 1089 CAMPROCK ROAD WEST PALM BEACH, FL 33417

ARTICLE #5 INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S)
TO THESE ARTICLES OF INCORPORATION ARE:

CHRIS ADAIR 1089 CAMPROCK ROAD WEST PALM BEACH, FL 33417

COREY RITTER 1147 VIA JARDIN PALM BEACH GDNS, FL 33418

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE
ARTICLES OF INCORPORATION THIS 20 DAY OF July 2000:

Chris U OQ
SIGNATURE

Corey Ritter
SIGNATURE

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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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
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION:

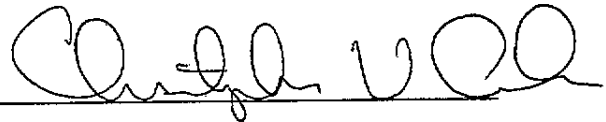
BETTERBODYZ , INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS: _____

CHRIS ADAIR 1089 CAMPROCK ROAD WEST PALM BEACH, FL 33417

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 I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____



DATE _____

7-20-00