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November 2, 2000

Director,
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301,

Re: Healthy Mind and Body, Inc.,

Dear Sir/Madam,

I am enclosing herewith the original and one copy of the Articles of Incorporation for the referenced corporation together with the original Resident Agent Form for filing.

Also enclosed is my check No. 574 in the amount of \$122.50 to cover the cost of:

- | | |
|--|---------|
| 1. Filing fees | \$35.00 |
| 2. Designation of Resident Agent | \$35.00 |
| 3. Certified Copy of Articles of Incorporation | \$52.50 |

Please return the certified copy of the Articles to this office. Thank you for your cooperation in this matter.

Sincerely,

Brendan F. Linnane

BRENDAN F. LINNANE

BFL/as

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HR
11/21

W-27024

ARTICLES OF INCORPORATION
HEALTHY MIND AND BODY INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE I

NAME

The name of the corporation is HEALTHY MIND AND BODY INC.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 100 shares at \$.50 per share, all of which shall be common shares.

ARTICLE V

REGISTERED OFFICE/PRINCIPAL PLACE OF BUSINESS

The street address of the initial registered office and principal place of business of the corporation is 3304 Holland Drive, Orlando, Florida 32825 and the name of the initial

registered agent at such address is RITA MARLENE HOFMANN.

ARTICLE VI

DIRECTORS

The names and addresses of the Initial Board of Directors are:

NAME

ADDRESS

LEE PHILIP WISNIEWSKI

c/o 3304 Holland Drive,
Orlando, Florida 32825

RITA MARLENE HOFMANN

3304 Holland Drive,
Orlando, Florida 32825

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

NAME

ADDRESS

RITA MARLENE HOFMANN

3304 Holland Drive,
Orlando, Florida 32825

IN WITNESS WHEREOF, I have subscribed my name this 3rd day of August, 2000.


RITA MARLENE HOFMANN

Incorporator

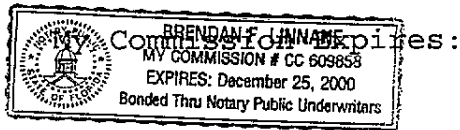
BEFORE ME, the undersigned authority personally appeared RITA MARLENE HOFMANN, known to me to be the person whose name is subscribed to the within instrument and she acknowledged that she executed the same for the purpose therein expressed, this day of August, 2000.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

NOTARY

PUBLIC





STATE OF FLORIDA
COUNTY OF ORANGE

Certificate designating place of business for the service of process within this State and naming agent upon whom process may be served.

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

HEALTHY MIND AND BODY INC., a corporation organizing under the laws of the State of Florida with its principal office at 3304 Holland Drive, in the City of Orlando, County of Orange, State of Florida, has named RITA MARLENE HOFMANN, at said address, as its agent to accept service of process within this state.

HEALTHY MIND AND BODY INC.

By: Rita M Hofmann

ACCEPTANCE

I AGREE as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

Rita M Hofmann
RITA MARLENE HOFMANN
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA