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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BE WELL HOMEOPATHICS, INC.

Certificate of Status	0
Certified Copy	1
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Electronic Filing Menu

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ARTICLES OF INCORPORATION
OF
BE WELL HOMEOPATHICS, INC.

The undersigned incorporators desire to form a corporation pursuant to Chapter 607, Florida Statutes and hereby adopt the following articles of incorporation for such corporation.

ARTICLE I

NAME: *The name of the corporation shall be:*

BE WELL HOMEOPATHICS, INC.

ARTICLE II

PURPOSE AND POWER: *The purpose for which the corporation is formed is to engage in any activity and business permitted under the laws of the State of Florida.*

ARTICLE III

PRINCIPAL OFFICE: *The address of the corporation's principal office shall be:*

**4505 W. FLAGLER ST. #202
MIAMI, FL. 33134**

ARTICLE IV

INCORPORATOR(S): *The name and address of the incorporator(s) is (are):*

**RICHARD CLEMENT
4505 W. FLAGLER ST. #202
MIAMI, FL. 33134**

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ARTICLE V

DIRECTORS: *The number of directors constituting the corporation's initial Board of Directors is (are) three whose name and addresses is (are):*

RICHARD CLEMENT
4505 W. FLAGLER ST. #202
MIAMI, FL. 33134

ISALI BEN-JACOB
4505 W. FLAGLER ST. #202
MIAMI, FL. 33134

JUAN JIMENEZ
4505 W. FLAGLER ST. #101
MIAMI, FL. 33134

OFFICERS: *The officers of the corporation will be as follows:*

President:	RICHARD CLEMENT
Vice President:	ISALI BEN-JACOB
Secretary:	JUAN JIMENEZ
Treasurer:	RICHARD CLEMENT

ARTICLE VI

SHARES OF STOCKS: *The aggregate number of shares of stock the corporation is authorized to issue is **9,999** shares which shares shall be common stock having **\$0.01** par value.*

ARTICLE VII

DURATION: *The duration of the corporation shall be perpetual.*

ARTICLE VIII

REGISTER AGENT: *The name and address of the permanent registered agent is:*

RICHARD CLEMENT
4505 W. FLAGLER ST. #202
MIAMI, FL. 33134

IN WITNESS THEREOF, We have executed these articles of Incorporation in Miami, Dade County, Florida on this 28th day of November, 2000.

SWORN AND SUBSCRIBED before me on this 28th day of November, 2000.



ANGEL D. CORDOVA
NOTARY PUBLIC, State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
ANGEL D. CORDOVA
COMMISSION # 00346063
EXPIRES 03/01/03
BONDED THRU ASA 1-000-NOTARY

In compliance with section 607.034 of the Florida Statutes, the following is submitted:

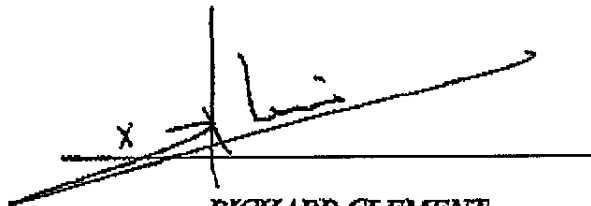
desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of MIAMI County of MIAMI-DADE State of Florida has name RICHARD CLEMENT located at 4505 W. FLAGLER ST. #202, MIAMI, FL. as its agent to accept service of process within the State of Florida.

**Mailing address is: 4505 W. FLAGLER ST. #202
MIAMI, FL. 33134**

ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned corporation, at the place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as register agent for said corporation and agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this 28th day of November, 2000


**RICHARD CLEMENT
REGISTER AGENT**

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FLORIDA