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W&W
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WELLBAUM & WOLFF, P.A.

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December 18, 2000

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 22 PM 1:24

FILED

Re: WARM MINERAL SPRINGS WELLNESS INSTITUTE, INC.

Dear Sir or Madam:

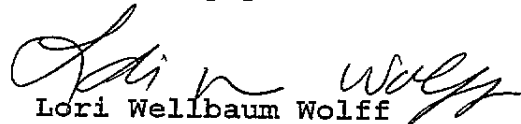
Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also, enclosed is a check in the amount of \$78.75 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,


Lori Wellbaum Wolff

LWW/jd

Enclosures

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*****78.75 *****78.75

F. CHESLER JAN 2 2000

ARTICLES OF INCORPORATION

OF

WARM MINERAL SPRINGS WELLNESS INSTITUTE, INC..

Article I - Name

The name of this corporation is:

WARM MINERAL SPRINGS WELLNESS INSTITUTE, INC..

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

The purpose of this corporation shall be to facilitate the healthy integration of body, mind and spirit and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of one (\$1.00) dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

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Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office and the principal office of this corporation is 424 Maggiore Road, Venice, Florida 34285, and the name of the initial registered agent of this corporation at that address is Elizabeth Hooker.

Article VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The names and addresses of the directors of this corporation are:

Elizabeth Hooker
424 Maggiore Road
Venice, Florida 34285

Article VIII - Incorporators

Elizabeth Hooker
424 Maggiore Road
Venice, Florida 34285

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors, and the Shareholders.

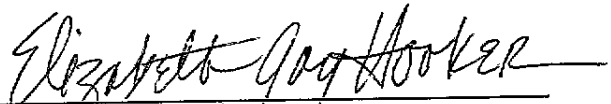
Article X - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

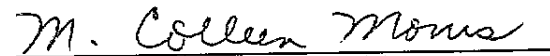
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

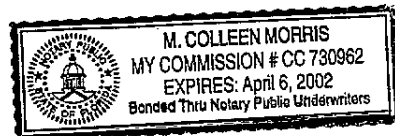
IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of Incorporation, this 18th day of December, 2000.


Elizabeth Hooker

STATE OF FLORIDA)
) ss:
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 18th day of December, 2000, by Elizabeth Hooker who is personally known to me; or who has provided FL DRIVER'S License as identification.


Signature of Notary
State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That WARM MINERAL SPRINGS WELLNESS INSTITUTE, INC.. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Venice, State of Florida, has named Elizabeth Hooker, 424 Maggiore Road, Venice, Florida 34285, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Elizabeth Hooker

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