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Gary D. Grunder

Kyle E. Petteway

February 6, 2001

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-02/07/01-01074-006
*****78.75 *****78.75

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

Re: Incorporation of The Wellness Spa of High Springs, Inc.

Dear Corporate Filing Representative:

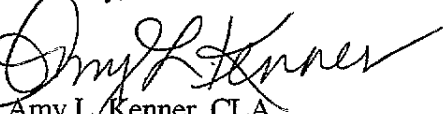
Enclosed are the following documents relating to the incorporation of The Wellness Spa of High Springs, Inc.:

- (1) Articles of Incorporation for The Wellness Spa of High Springs, Inc., signed by the incorporators of the corporation;
- (2) Acceptance of Registered Agent, signed by the registered agent of the corporation; and
- (3) a check in the amount of \$78.75 for filing the Articles of Incorporation (\$35.00), filing the Acceptance of Resident Agent (\$35.00), and for issuance of a Certificate of Status for the corporation (\$8.75).

Please file the Articles of Incorporation and forward a Certificate of Status to me.

Please contact me if you have any questions regarding the enclosed documents. Thank you for your attention to this matter.

Sincerely,


Amy L. Kenner, CLA
Certified Legal Assistant to
Kyle E. Petteway

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g/g/18

Articles of Incorporation of The Wellness Spa of High Springs, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be The Wellness Spa of High Springs, Inc.

ARTICLE II PURPOSE

The purpose of the corporation shall be to provide services related to massage and water therapy and conduct any and all business permitted under the laws of the State of Florida. The corporation may own real property and undertake any other lawful activity in the furtherance of the purposes set forth.

ARTICLE III PRINCIPAL OFFICE

The address of the principal place of business of this corporation shall be 340 NW 1st Avenue, High Springs, FL 32643, and the mailing address of the corporation shall be P.O. Box 2999, High Springs, FL 32655-2999.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, with a par value of \$1.00.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is Suzie A. Clark, and the initial registered office of the corporation is 340 NW 1st Avenue, High Springs, FL 32643.

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TALLAHASSEE, FLORIDA

**ARTICLE VI
INCORPORATOR**

The incorporator of the corporation is Suzie A. Clark, whose address is P.O. Box 2999, High Springs, FL 32655-2999.

**ARTICLE VII
DIRECTOR**

The initial director of the corporation is Suzie A. Clark, whose address is P.O. Box 2999, High Springs, FL 32655-2999. The number of directors may be raised or lowered by amendment of the bylaws of the corporation but in no case shall be less than one.

Dated this 31 ^{January}~~February~~, 2001.

Suzie A. Clark
Suzie A. Clark
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for The Wellness Spa of High Springs, Inc., at the place designated in the Articles of Incorporation, 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 am familiar with and accept the duties and responsibilities as registered agent for The Wellness Spa of High Springs, Inc.

Dated this 31 ^{January}~~February~~, 2001.

Suzie A. Clark
Suzie A. Clark
Registered Agent