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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

BODY TO MIND, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 18, 2001

EMPIRE

SUBJECT: BODY TO MIND, INC.
REF: W01000011322

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The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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Document prepared by:

Al Rodriguez, Esquire
9990 S.W. 77th Ave., Ph. 18
Miami, Florida 33156
(305) 595-7911
F.B.N.: 007145

**ARTICLES OF INCORPORATION
OF
BODY TO MIND, INC.**

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

ARTICLE I. NAME

The name of the corporation is Body to Mind, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business address and mailing address of this corporation shall be:

9990 S.W. 77th Avenue, Ph. 18
Miami, Florida 33156

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 (one dollar).

ARTICLE IV. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name of the initial registered agent whose business office is identical to the registered office is Al Rodriguez.

The address of the registered office of the corporation is 9990 S.W. 77th Avenue, Ph. 18, Miami, Florida 33156.

The Board of Directors may from time to time move the registered office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VI. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

Al Rodriguez
9990 S.W. 77th Avenue, Ph. 18
Miami, FL 33156

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The persons named as initial directors shall hold office for the first year of existence of this Corporation or until he/she resigns or his/her successor is elected or appointed and qualified, whichever occurs first.

ARTICLE VII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation is:

Al Rodriguez
9990 S.W. 77th Avenue, Ph. 18
Miami, Florida 33156

ARTICLE VIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

In witness whereof, the undersigned as Incorporator, has executed these Articles of Incorporation on the date set out below.

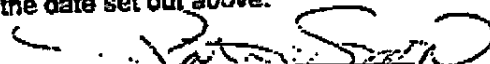

Incorporator

05/17/01
Date

STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public, personally appeared Al Rodriguez who produced 11/17 as identification/is personally known to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that s/he subscribed to these Articles of Incorporation on the date set out above.

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Notary Public State
of Florida at Large
Commission expiration:



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Miami, Florida 33156
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Body To Mind, Inc.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ALD. J. G. T.
REGISTERED AGENT

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