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ROBERT P. ROSIN, CHARTERED

ATTORNEY AT LAW

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ROBERT P. ROSIN

Board Certified Civil Trial Lawyer  
(retired)  
Fellow American Academy of  
Matrimonial Lawyers  
(retired)

May 10, 2001

2001 MAY 21 AM 9:01  
FBI  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 34314

500004273385--2  
-05/21/01--01100--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

**RE: Walters Wellness, Inc. (Articles of Incorporation)**

Gentlemen:

Enclosed please find Articles of Incorporation for Walters Wellness, Inc., together with a copy thereof together with a check payable to your order in the sum of \$122.50 for the filing fee of these Articles of Incorporation with your office.

Please return to me a copy of these Articles of Incorporation time stamped by your office reflecting the day, month, year and time of there filing.

Many thanks for your courtesy in this matter.

Very truly yours,

ROBERT P. ROSIN, CHARTERED

By:

Robert P. Rosin

RPR:mt  
Enclosure

5/20/01

**ARTICLES OF INCORPORATION**

**OF**

**WALTERS WELLNESS, INC.**

FILED  
2001 MAY 21 AM 9:01

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned Incorporators hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I.**

**NAME**

The name of the corporation shall be:

**WALTERS WELLNESS, INC.**

The address of the principal office of this corporation shall be 3436 Bee Ridge Road, Sarasota, Florida 34239 and the mailing address of the corporation shall be the same.

**ARTICLE II.**

**NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III.**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock having no par value per share.

**ARTICLE IV.**

**REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 3436 Bee Ridge Road, Sarasota, Florida 34239, and the name of the initial registered agent of the corporation is Robert J. Walters, 3436 Bee Ridge Road, Sarasota, Florida 34239.

**ARTICLE V.**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

2001 MAY 21 AM 9:01

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE VI.**


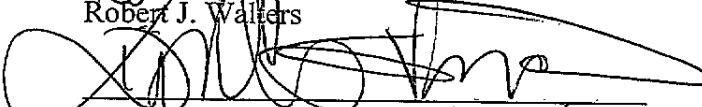
**INCORPORATOR**

The name and street address of the Incorporator of these Articles of Incorporation:

Robert J. Walters  
3436 Bee Ridge Road  
Sarasota, Florida 34239

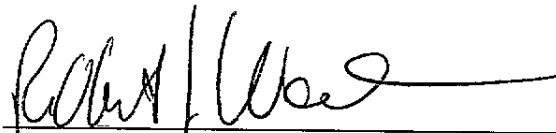
Kimberly D. ~~Vincent~~ Walters-Vincent  
3436 Bee Ridge Road  
Sarasota, Florida 34239

IN WITNESS WHEREOF, Robert J. Walters and Kimberly D. Vincent have placed their signatures hereon as the Incorporators of this corporation this 10<sup>th</sup> day of May, 2001.

  
Robert J. Walters  
  
Kimberly D. ~~Vincent~~ Walters-Vincent

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Robert J. Walters, 3436 Bee Ridge Road, Sarasota, Florida 34239, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
Robert J. Walters