

# P01000053628

GERALD Z. ROSSOW

Lawyer

4400 PGA Boulevard, Suite 700  
Palm Beach Gardens, Florida 33410  
Tel. +561. 630. 0335 Fax +561. 624.3709

May 22, 2001

Division of Corporations  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314

600004301836--9  
-05/23/01--01042--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Healing Energy, Inc.

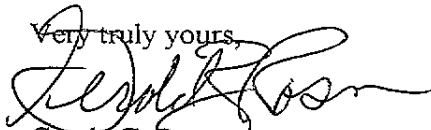
Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation and Certificate of Registered Agent for the referenced corporation.

A check in the amount of \$122.50 is enclosed for the cost of incorporation. A certificate of incorporation is required. Please return copies of the Articles and RA Certificate conformed by the date of filing at your earliest convenience.

Thank you.

Very truly yours,

  
Gerald Z. Rossow

FILED  
01 MAY 23 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JS/31

**ARTICLES OF INCORPORATION  
OF  
HEALING ENERGY, INC.**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

1. The name of this corporation shall be

Healing Energy, Inc.

2. The corporation is to have perpetual existence.

3. The corporation may transact any and all lawful business activity permitted by the laws of the State of Florida and the United States of America.

4. The aggregate number of shares which the corporation shall have the authority to issue is 1,000. All the shares shall be common shares with a par value of \$0.10.

5. The principal office of the corporation shall be located at:

8 Tournament Drive  
Palm Beach Gardens, Florida 33418

The name and address of the incorporator is:

Gerald Z. Rossow  
4400 PGA Boulevard, Suite 700  
Palm Beach Gardens, FL 33410

Incorporator is over the age of twenty-one years and sui juris.

7. Pursuant to Florida Statutes, Chapter 48.091, the following named person is designated as resident agent for the corporation to accept service of process within the State of Florida.

Gerald Z. Rossow  
4400 PGA Boulevard, Suite 700  
Palm Beach Gardens, FL 33410

8. One director shall constitute the initial board of directors of the corporation, but the bylaws of the corporation may provide for increases and decreases in the number of directors as permitted by law.

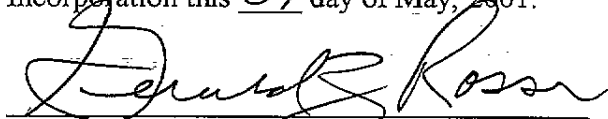
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01 MAY 23 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. The names and addresses of the members of the initial board of directors are:

Charles C. Mills  
21 West Street, #18B  
New York, New York 10006

Nothing in these Articles of Incorporation shall be deemed to limit the powers of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 21 day of May, 2001.



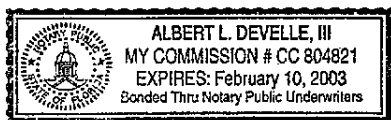
Gerald Z. Rossow, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21 day of May 2001, by Gerald Z. Rossow / / personally known to me or / / who produced a Florida driver's license as identification and who did not take an oath.



Notary Public



**STATE OF FLORIDA  
DEPARTMENT OF STATE**

Certificate designating place of business or domicile for the service of process within this State, naming the agent upon whom process may be served and the names and addresses of officers and directors.

The following is submitted in compliance with Florida Statutes, Chapter 48.091:

Healing Energy, Inc.

a corporation organized under the laws of the State of Florida, having its principal office and place of business at 8 Tournament Drive, Palm Beach Gardens, Florida, appoints the following agent to accept service of process:

Gerald Z. Rossow  
4400 PGA Boulevard, Suite 700  
Palm Beach Gardens, FL 33410

Officers:

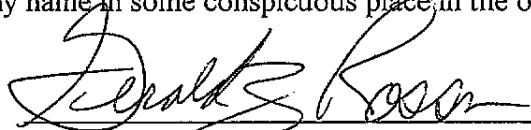
Gerald Z. Rossow	President	4400 PGA Blvd., Suite 700
	Secy/treas.	Palm Beach Gardens, FL 33410

Director(s):

Gerald Z. Rossow	Same as above
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**ACCEPTANCE**

I agree as registered agent to accept service of process, to keep the office open during prescribed business hours, to post my name in some conspicuous place in the office as prescribed by law.

  
Gerald Z. Rossow

**FILED**  
MAY 23 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA