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VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-06/18/01-01096-020
*****78.75 *****78.75

Re: Full Circle Yoga, Inc.

Dear Division of Corporations:

Enclosed herein please find the original Articles of Incorporation and a check in the amount of \$78.75 for the filing thereof and a certified copy. For your convenience enclosed is a self-addressed, stamped envelope for the return of the certified copy.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


W. Scott Callahan

WSC/lg
Enclosures
[h:\wsc\corp\yoga\sosltr]

FILED
01 JUN 18 PM 4:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch JUN 19 2001

ARTICLES OF INCORPORATION

OF

FULL CIRCLE YOGA, INC.

FILED

01 JUN 18 PM 4:09

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is FULL CIRCLE YOGA, INC.

ARTICLE II

The existence of the corporation shall begin on June 18, 2001.

ARTICLE III

The street address of the principal office of the Corporation is c/o Lewis Rothlein, 1521 Lyndale Boulevard, Maitland, Florida, 32751.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is Stump, Storey & Callahan, P.A., 37 North Orange Avenue, Suite 200, Orlando, Florida, 32801. The initial registered agent for the Corporation at that address is W. Scott Callahan, Esquire.

ARTICLE VI

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Lewis Rothlein	1521 Lyndale Blvd. Maitland, Florida 32751
Susan Rothlein	1521 Lyndale Blvd. Maitland, Florida 32751

ARTICLE VII


The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
W. Scott Callahan	c/o Stump, Storey & Callahan, P.A. 37 North Orange Avenue, Suite 200 Orlando, Florida 32801

ARTICLE VIII

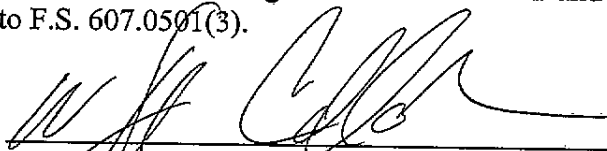
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of June, 2001.


W. Scott Callahan

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Full Circle Yoga, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


W. Scott Callahan

Date: June 15, 2001.
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