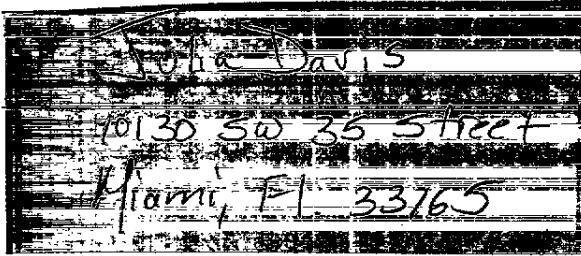


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Requester's Name



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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1. _____
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3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|------------------------------------|---------------------------------------|--|
| ☐ Walk in | ☐ Pick up time | ☐ Certified Copy |
| ☐ Mail out | ☐ Will wait | ☐ Certificate of Status |
| ☐ Photocopy | | |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

G. BULLOCK JUN 25 2001

Examiner's Initials





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 12, 2001

JULIA DAVIS
10130 SW 35 STREET
MIAMI, FL 33165

SUBJECT: ZEN THERAPIES
Ref. Number: W01000013384

We have received your document for ZEN THERAPIES and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist
New Filing Section

Letter Number: 701A00035963

**ARTICLES OF INCORPORATION
OF
ZEN THERAPIES, INC.**

FILED
01 JUN 25 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

ZEN THERAPIES , INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

To render professional massage therapy and spa services and to engage in any and all other activities permitted by law.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock, each share having the par value of one dollar (\$1.00). Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLES IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation shall be:

10130 Southwest 35th Street
Miami, Florida 33165

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The registered office and resident agent's office of the corporation shall be located at:

10130 Southwest 35th Street
Miami, Florida 33165

The name of the registered agent shall be: JULIA DAVIS

ARTICLE VII - INITIAL DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the Stockholders, but shall never be less than one. The name and street address of the directors who shall hold office until their successors are elected and have qualified, are as follows:

JULIA DAVIS
MICHELLE RODRIGUEZ
MERCEDES DE LA VEGA
10130 Southwest 35th Street
Miami, Florida 33165

ARTICLE VIII - OFFICERS

The names of the officers who are to conduct the business of the corporation until those elected at the first election, are as follows:

PRESIDENT	:	JULIA DAVIS
VICE-PRESIDENT	:	MICHELLE RODRIGUEZ
SECRETARY	:	MERCEDES DE LA VEGA

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation as incorporators are:

JULIA DAVIS
MICHELLE RODRIGUEZ
MERCEDES DE LA VEGA
10130 Southwest 35th Street
Miami, Florida 33165

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of the filing of these Articles of Incorporation with the office of the Secretary of State of the State of Florida.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - REGULATION OF BUSINESS

The following additional provisions are inserted for the management of the business and for the conduct of the affairs of the corporation, and to create, define, limit, and regulate the powers of the corporation, and the shareholders:

- A. If the By-Laws of the corporation so provide, any meeting of the shareholders may be held either within or without the State of Florida and the books and records of the corporation may be kept at such place or places outside the State of Florida as may be designated, at any time or from time to time, by the shareholders, unless otherwise provided by the laws of Florida.
- B. No contract or other transactions between the Corporation and one or more of its shareholders, or any other corporation, firm, association or entity in which one or more of its shareholders are directors or officers, or are financially interested, shall be either void or voidable because of such relationship or interest or because of such shareholder or shareholders are present at the meeting which authorizes, approves or ratifies such contract or transaction or because his or their wishes are counted for such purpose if:

The fact of such relationship or interest is disclosed or known to the shareholders which authorize, approve or ratify the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interest shareholders; or

The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the shareholders.

Such common or interest shareholders may be counted in determining the presence of a quorum at a meeting of the shareholders which authorizes, approves or ratifies such contract or transaction.

- C. In the event a certificate of stock is lost, stolen or destroyed, the corporation may issue a replacement certificate without requiring the surrender of the certificate for cancellation, provided that the shareholder in whose name the certificate was registered shall provide an affidavit setting forth the circumstances under which such certificate was lost, stolen or destroyed and provided said shareholders agrees in writing to indemnify and hold the corporation harmless from and against any and all claims, actions, and suits, whether groundless or otherwise and from and against any and all liabilities, losses, damages, costs, charges, counsel fees, and other expenses, of every nature and character, which the corporation at any time shall or may sustain or incur by reason of an claim or demand which may be made as a result of the issuance of such new certificate.

ARTICLE XIII - LIMITATION ON RENDITION OF PROFESSIONAL SERVICES

This corporation shall not render professional services except through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional service within the State.

ARTICLE XIV - PRE-EMPTIVE RIGHT

Every stockholder shall on the sale for cash of any new stock of the same class as that which he already holds, have the right to purchase his pro-rata share thereof (as nearly as may be done without insurance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 26 day of May 2001.


JULIA DAVIS

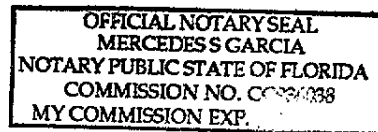
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority appeared JULIA DAVIS,
who is personally known to me or has produced _____ as
identification, and is the individual described herein and who executed the foregoing
Articles of Incorporation, and acknowledged before me that she executed same for the
purposes therein expressed. . .

The foregoing instrument was acknowledged before me this 29 day of May,
2001.

NOTARY PUBLIC

Mercedes S Garcia
Print name: MERCEDES S. GARCIA



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for:

ZEN THERAPIES, INC.

at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open such office.

Date: 5/26/01

By: _____


JULIA DAVIS

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FILED
01 JUN 25 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA