Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Enclosed is an origin	al and one(1) copy of the artic	les of incorporation and a	check for :	•
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED	
FROM	FRANCES Mame (I		<u></u>	I
	30 90 W. C	Address 3	:::::::::::::::::::::::::::::::::::::::	53835 -01023008
	BID 50, # City	, State et Lip	*****78.75 	
	<u>Pompono Be</u> (954) 97	ach fl 330 Telephone number	5ECK TALLA	2001 JUL ***********************************
		•	ASSE ASSE	2
N	NOTE: Please provide the o	riginal and one copy of	OF STATE the articles.	

ARTICLES OF INCORPORATION OF MANAGE STRESS and HEALTH, Inc.

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FILED

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SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this Corporation is:

MANAGE STRESS and HEALTH, Inc.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the transaction of any and all lawful purpose.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of \$1.00 par value, which said shares shall be designated as "Common Shares".

ARTICLE V – INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office of the Corporation is:

3090 N. Course Drive Bldg. 50, #206 Pompano Beach, Florida 33069

The name of the initial Registered Agent of this Corporation is:

Frances M. McCarthy

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

This Corporation shall have (1) initial director. The number of directors may increase from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of the Corporation is:

Frances M. McCarthy 3090 N. Course Drive Bldg. 50, #206 Pompano Beach, Florida 33069

ARTICLE VII ~ INCORPORATOR

The name and address of the person sighing the Articles is:

Frances M. McCarthy 3090 N. Course Drive Bldg. 50, #206 Pompano Beach, Florida 33069

ARTICLE VIII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed These Articles of Incorporation this 16th Day of June 2001.

Frances Mr. McCarthy
Frances M. McCarthy

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any amendments thereto, and to comply with the Provisions of all other Statutes related to the proper and Complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand this 16th Day of June 2001.

Frances M. McCarsh Frances M. McCarthy Registered Agent

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SECRL TARY OF STATE
TALLAHASSEF ET SBIR.