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30 July 2001

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*****78.75 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Auspicious Turtle, Inc.

Dear Correspondent;

Enclosed please find the following:


1. Original signed Articles of Incorporation for the above referenced.
2. Check No. 4282 in the amount of \$78.75, which represents the filing fee, Registered Agent fee and certified copy fee.

When all is complete please return the certified copy the address below:

Ramsey W. Dulin, Esquire
201 E. Pine Street, Suite 425
Orlando, Florida 32801

Thank you in advance for your attention to these matters.

Yours truly,


Stephanie L. O'Dell,
Assistant to Mr. Dulin

SLO/slo
Enclosure(s): As Stated Above

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R. O'DELL AUG 7 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
AUSPICIOUS TURTLE, INC.**

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

EFFECTIVE DATE
7-30-01

The name of the corporation shall be AUSPICIOUS TURTLE, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purposes of the corporation are:

- (a) To engage in the business of massage therapy and lifestyle consultation, and in the sale of related products.
- (b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of the initial registered office of the corporation is 201 E. Pine Street, Suite 425, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey W. Dulin, Esq.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the corporation shall be 1233 Deer Lake Circle, Florida 32712, until otherwise designated by the corporation.

**ARTICLE VII
DIRECTORS**

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of two directors, whose names and addresses are set forth below:

Tamara Kay Ceresa

1233 Deer Lake Circle
Apopka, Florida 32712

Kenyon Stewart Congdon

1233 Deer Lake Circle
Apopka, Florida 32712

OFFICERS

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator of the corporation is as follows:

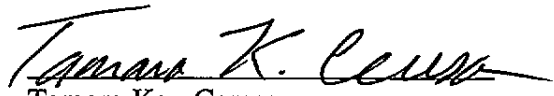
Tamara Kay Ceresa

1233 Deer Lake Circle
Apopka, Florida 32712

**ARTICLE X
AMENDMENTS TO ARTICLES
OF INCORPORATION AND BYLAWS**

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this 23 day of July, 2001.


Tamara Kay Ceresa
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Tamara Kay Ceresa, to me personally known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same for the purposes therein contained, and who did/did not take an oath.

WITNESS my hand and official seal in the county and state set forth above this 23 day

of July, 2001.

Lori G. Sopocy
Notary Public, State of Florida
Print Name: Lori G. Sopocy

Stamp:



Lori G. Sopocy
MY COMMISSION # CC945197 EXPIRES
July 31, 2004
BONDED THROUGH TROY FAIR INSURANCE, INC.

**DESIGNATION OF REGISTERED
OFFICE AND REGISTERED AGENT**

AUSPICIOUS TURTLE, INC. a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 E. Pine Street, Suite 425, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by AUSPICIOUS TURTLE, INC., a Florida corporation, and being fully advised and apprised of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 23rd day of July, 2001.

Ramsey W. Dulin

Ramsey W. Dulin

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA