

P010000 99341

TRANSMITTAL LETTER

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

600004632275--8
-10/12/01--01005--004
*****78.75 *****78.75

SUBJECT: Global Wellness International, Inc.
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check or money order for:

COST
\$78.75

Filing Fee
& Certificate

From: Clifford Baron

18954 NW 57th Avenue #105
Address

Miami, Florida 33015
City, State, Zip

(305) 620-8112
Daytime Telephone Number

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 11 AM 9:23

F. GESSER

OCT 11 2001

ARTICLES OF INCORPORATION

The undersigned incorporator (s), for the purpose of forming a corporation under the Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 11 AM 9:23

ARTICLE I NAME

The name of the corporation shall be:

Global Wellness International, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

18954 NW 57th Avenue #105
Miami, Florida 33015

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The maximum number of shares that this corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Clifford Baron
18954 NW 57th Avenue #105
Miami, Florida 33015

ARTICLE V INCORPORATORS(S)
See instructions for officers/directors

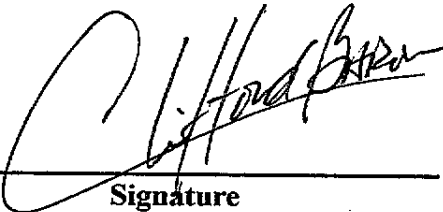
The names(s) and street address of the incorporators is (are):

President
Clifford Baron
18954 NW 57th Avenue #105
Miami, Florida 33015

The undersigned incorporator(s) has (have) executed these articles of incorporation this

24th day of September, 2001.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of corporation is:

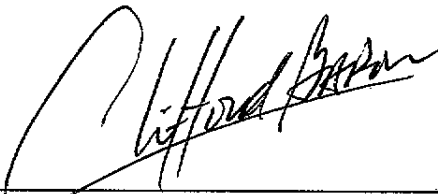
Global Wellness International, Inc.

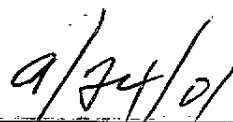
2. The name and address of the registered agent and office is:

Clifford Baron
18954 NW 57th Avenue #105
Miami, Florida 33015

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 OCT 11 AM 9:23

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)


(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314