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ATTORNEYS AT LAW

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April 17, 2002

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-04/19/02--01038--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

RE: Omega Medical Weight Loss Clinic, Inc.

Gentlemen:

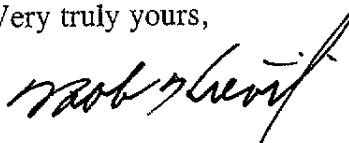
Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the above-referenced corporation.

Also enclosed is our check in the amount of \$78.75 filing fee and for a certified copy.

Please acknowledge and return the certified copy to me.

Thank you for your attention to this matter.

Very truly yours,



Robert W. Kievit

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 APR 19 PM 6:50

RWK/ss

ARTICLES OF INCORPORATION

OF

OMEGA MEDICAL WEIGHT LOSS CLINIC, INC.

The undersigned incorporator, for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
02 APR 19 PM 6:50

ARTICLE I. NAME

The name of the corporation shall be OMEGA MEDICAL WEIGHT LOSS CLINIC, INC.

ARTICLE II. PRINCIPAL OFFICE

The initial principal office of the corporation shall be located at, and the mailing address of the corporation shall be, 4755C Peggy Bond Drive, Suite 2, Pensacola, Florida 32504.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually commencing on the date of filing of these Articles by the Department of State.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is the law firm of KIEVIT, KELLY & ODOM, P.A., 15 West Main Street, Pensacola, Florida, 32501.

**ARTICLE VI. INCORPORATOR**

The name incorporator to these Articles is:

| <u>Name</u>     | <u>Address</u>                             |
|-----------------|--|
| Carl J. Worthey | 19109 County Road 13<br>Fairhope, AL 36532 |

**ARTICLE VII. DIRECTORS**

The corporation shall initially have two directors. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The initial directors of the corporation shall be, and their names and addresses are:

|                 |  |
|-----------------|--|
| Ana J. Worthey  | 19109 County Road 13<br>Fairhope, AL 36532 |
| Carl J. Worthey | 19109 County Road 13<br>Fairhope, AL 36532 |

**ARTICLE VIII. AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator executed these Articles of Incorporation this 16th day of April, 2002.

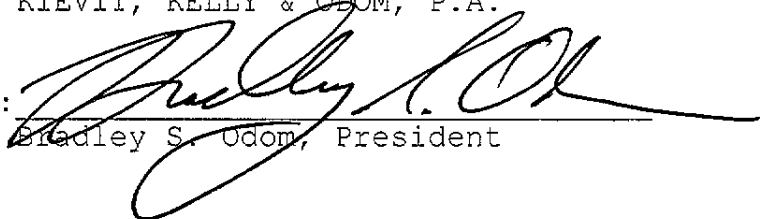
  
Carl J. Worthey

Having been named to accept the service of process for the above-stated corporation, at the place designated in this Certificate, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 17<sup>th</sup> day of April, 2002.

KIEVIT, KELLY & ODOM, P.A.

By:

  
Bradley S. Odom, President

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 APR 19 PM 6:50