

PO2000050106



3300 PGA Boulevard
Palm Beach Gardens, FL 33410
561.799.3810
fax 561.799.1818

April 20, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32301

900005431719--4
-05/02/02--01072--010
-*****70.00 *****70.00

Re: BE ALIVE AND WELL, INC.

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above captioned client. Also enclosed is a check in the amount of \$70.00 to cover the cost of filing.

If you have any questions, please do not hesitate to give me a call.

Thank you for your prompt attention to this matter.

Sincerely,


Jay B. Fischer
Accountant

Encl.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY -2 PM 1:38

F. GHESSER MAY 7

ARTICLES OF INCORPORATION
OF
BE ALIVE AND WELL, INC.

ARTICLE I

NAME

The name of this corporation is BE ALIVE AND WELL, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY -2 PM 1:38

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 11958 Turtle Beach Road, North Palm Beach, Florida, 33408, and the name of the initial registered agent at this address is Ronald L. Klein.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Ronald L. Klein

11958 Turtle Beach Road
North Palm Beach, FL 33408

ARTICLE IX

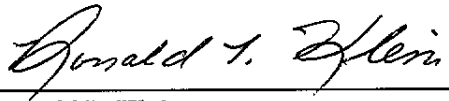
INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Ronald L. Klein

11958 Turtle Beach Road
North Palm Beach, FL 33408

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of
incorporation this 11th day of April, 2002.



Ronald L. Klein

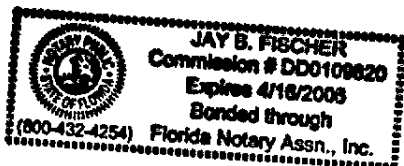
STATE OF FLORIDA

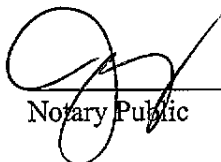
COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county
set forth above, Ronald L. Klein personally appeared, known by me to be the person who
executed these articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state
and county aforesaid, this 11th day of April, 2002.

{SEAL}





Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST— BE ALIVE AND WELL, INC.
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE PLACE OF BUSINESS AT THE CITY OF NORTH PALM BEACH, PALM BEACH COUNTY, STATE OF FLORIDA, HAS NAMED RONALD L. KLEIN, AT 11958 TURLTE BEACH ROAD, CITY OF NORTH PALM BEACH, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN FLORIDA.

SIGNED Ronald L. Klein

TITLE PRESIDENT

DATE APRIL 11, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED Ronald L. Klein
Ronald L. Klein
Resident Agent

DATE April 11, 2002

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY -2 PM 1:38