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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY -6 AM 11:42

MAY 1, 2002

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

200005463482--
-05/06/02--01108--004
*****78.75 *****78.75

Subject: WOMEN'S WEIGHT CONTROL AND WELLNESS CENTER, INC

Dear Sir or Madam:

The enclosed duly prepared and executed Articles of Incorporation of WOMEN'S WEIGHT CONTROL AND WELLNESS CENTER, INC are forwarded for review and filing, effective immediately, as set forth in Chapter 607.0120, F.S.

The Corporate Name was not previously reserved. A Certificate of Corporate Status is requested; but a certified copy of the corporate articles is NOT required.

A check for \$78.75 is enclosed which includes the Filing Fee (\$35.00), Designation of Registered Agent Fee (\$35.00), and Certificate of Corporate Status Fee (\$8.75).

FROM: ELIZABETH N. MESSER
4043 ELMCREST DRIVE
PENSACOLA, FLORIDA 32504

You may contact me at (850) 478-0016 if you have questions.

Thank you in advance for your prompt attention to this matter.

Sincerely,

E. Nicole Messer

Elizabeth N. Messer

Encl: (1) Articles of Incorporation (2 copies)
(2) Certificate of Designation of Registered Agent (2 copies)
(3) Check (\$78.75)

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(4)

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ARTICLES OF INCORPORATION

Of

WOMEN'S WEIGHT CONTROL AND WELLNESS CENTER, INC

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607, Florida Statutes (Florida Business Corporation Act) hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

WOMEN'S WEIGHT CONTROL AND WELLNESS CENTER, INC

ARTICLE II - PRINCIPAL OFFICE

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

4043 ELMCREST DRIVE
PENSACOLA, FL 32504

ARTICLE III - SHARES

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

7,500 shares of Common stock at a Par Value of \$1.00

**ARTICLE IV - INITIAL REGISTERED AGENT AND
STREET ADDRESS**

The name and address of the initial registered agent is:

ELIZABETH N. MESSER
4043 ELMCREST DRIVE
PENSACOLA, FLORIDA 32504

ARTICLE V - INCORPORATOR

The names and street addresses of the incorporator(s) to these Articles of
Incorporation is (are):

ELIZABETH N. MESSER
4043 ELMCREST DRIVE
PENSACOLA, FLORIDA 32504

ARTICLE VI - DATE OF INCORPORATION

This incorporation filing shall be effective immediately.

The undersigned incorporator(s) has/have executed these Articles of
Incorporation this 1ST Day of MAY 2002.

Signatures:

Typed Name:



ELIZABETH N. MESSER

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CERTIFICATE OF DESIGNATION

Registered Agent/Registered Office

Pursuant to the provisions of sections 607.0501, 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 the corporation is:

WOMEN'S WEIGHT CONTROL AND WELLNESS CENTER, INC

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

ELIZABETH N. MESSER
4043 ELMCREST DRIVE
PENSACOLA, FLORIDA 32504

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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: *E. Nicole Messer*
ELIZABETH N. MESSER

DATE: MAY 1, 2002