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ABC BOOKKEEPING SERVICE
4435 SW 26TH AVENUE
FT LAUDERDALE FL 33312-5727
TELEPHONE (954) 966 8083
FAX (954) 966 1557

FILED
02 JUN -5 PM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 30, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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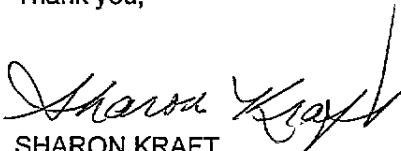
To Whom it may concern:

Enclosed please find two (2) copies of the Articles of Incorporation for:

EZ MEDICAL WEIGHT LOSS INC

Also please find check to cover the Filing Fee and Designation of Registered Agent.

Thank you,



SHARON KRAFT
ABC BOOKKEEPING SERVICE

Please return all paperwork to:

SHARON KRAFT - ABC BOOKKEEPING SERVICE
4435 SW 26TH AVENUE
FT LAUDERDALE FL 33312

Thank you for your cooperation.

OB 6/6

ARTICLES OF INCORPORATION

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

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TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of the corporation shall be:

EZ MEDICAL WEIGHT LOSS INC

The principal place of business of this Corporation shall be:

4350 W. SUNRISE BLVD
SUITE 120
PLANTATION FL 33313

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, Country, Territory or Nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of share of stock and its par value that this corporation is authorized to have outstanding at one time is 500 Shares \$1.00 par value.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name (s) and street address(s) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are)

PRESIDENT

JOANNE H. KESTLER

SECRETARY

VICE PRESIDENT

JOSEPH P. MCGATH

TREASURER

ARTICLE VI - INCORPORATORS

The name(s) and addresses of the incorporator (s) to these articles of incorporation is are

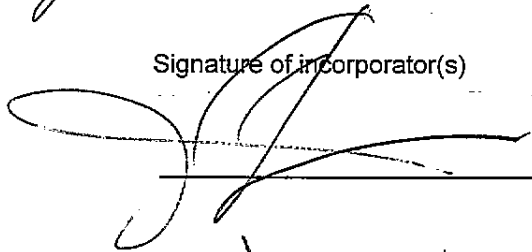
JOANNE H. KESTLER
5511 SW 44 AVENUE
FT LAUDERDALE FL 33314

JOSEPH P. MCGARTH
5360 NW 55 BLVD
APT. 9-102
COCONUT CREEK FL 33073

In witness whereof, the undersigned incorporator(s) has (have) executed these Articles of Incorporation

this 4 day of June 2002

Signature of incorporator(s)



Joseph P. McGuff

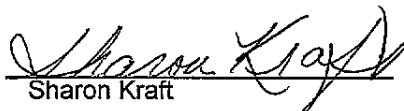
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged and sworn to before me

this 4 day of June, 2002

NOTARY PUBLIC



Sharon Kraft



CERTIFICATE OF DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation of the registered office/registered agent, the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

EZ MEDICAL WEIGHT LOSS INC

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

SHARON KRAFT
ABC BOOKKEEPING SERVICE
4435 SW 26TH AVENUE
FT LAUDERDALE FL 33312

Signature

Joseph P. McGuth
CORPORATE OFFICER

Title:

Vice President

Date: 05/30/02

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Signature:

Sharon Kraft
Registered Agent

Date: 05/30/02