

**ARTICLES OF INCORPORATION
OF
AMERICA'S HOLISTIC ENERGY BALANCING INSTITUTE, INC.**

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STATE
CORPORATIONS
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ARTICLE I - NAME

The name of this Corporation is America's Holistic Energy Balancing Institute, Inc.

ARTICLE II - ADDRESS

The principal office location and the mailing address of the Corporation is 6010 Denver Street N.E., St. Petersburg, Florida 33703.

ARTICLE III - CAPITAL STOCK

(a) Authorized Shares. This Corporation is authorized to issue 100,000 shares of common stock, all of which shall be of the par value of \$.01 per share. Each of the shares of common stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the common stock may be paid for at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid and nonassessable.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

Prepared By:
Suzanne M. Thompson, Esq.
LawTech, P.A.
118 West Adams St.
Suite 500
Jacksonville, FL 32202
(904)358-8800
Florida Bar No.: 0184942

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 118 West Adams Street, Suite 500, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is LawTech, P.A.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is Suzanne M. Thompson, Esq., 118 West Adams Street, Suite 500, Jacksonville, Florida 32202.

ARTICLE VI - DIRECTORS

(a) Number. The Corporation shall initially have one (1) director. The number of directors may be changed from time to time in accordance with the bylaws of this Corporation.

(b) Compensation. The Board of Directors are hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefor in any form.

(c) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Page 2 of 4

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Facsimile Audit No.: H03000020212 4

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of January 2003.


Suzanne M. Thompson, Esq.
Incorporator

**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:

That America's Holistic Energy Balancing Institute, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of St. Petersburg, Florida, has named LawTech, P.A., located at 118 West Adams Street, Suite 500, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

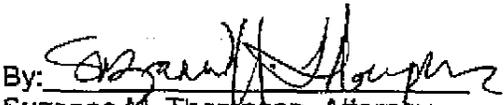
Date: 1/15/03


Suzanne M. Thompson, Esq.
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, LawTech, P.A., hereby agrees to act in this capacity, and LawTech, P.A., further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

LawTech, P.A.

Date: 1/15/03

By: 
Suzanne M. Thompson, Attorney

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