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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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3-21-03

George L. Clapham

301 North Ferncreek Avenue

Orlando, Florida 32803

(407) 898-7123

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Email Address: Gclap@aol.com

March 13, 2003

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: *Deborah*  
~~Debra~~ E. Campa

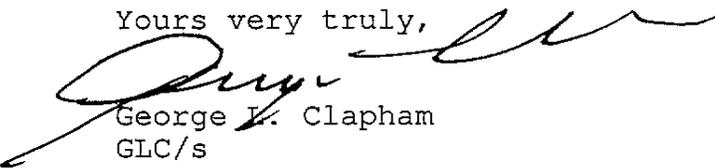
Dear Sir/Madam,

Enclosed are the following:

1. The original and one copy of the Articles of Incorporation of ~~CEB Holdings, Inc.~~  
*Healthy and Wise, Inc*
2. My check for \$78.75, as the filing fee, designation of resident agent, and one certified copy of the corporate charter and articles of incorporation.

Please process this matter and return the certified copy of the articles of incorporation to me at the captioned address.

Yours very truly,

  
George L. Clapham  
GLC/s

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ARTICLES OF INCORPORATION OF  
HEALTHY AND WISE, INCORPORATED

Article I - Name

The name of this Corporation is Healthy And Wise, Incorporated.

Article II - Purpose

This Corporation is organized for the purpose of transacting any or all lawful business.

Article III - Capital Stock

This Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.

Article IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5155 St. Andrews Island Drive, Vero Beach, FL 32967, and the name of the initial registered agent of this Corporation at that address is ~~Debra~~ E. Campa.  
*Deborah*

Article V - Initial Board of Directors

This corporation shall have at least one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and post office address of the initial director(s) of this Corporation is/are:

1. *Deborah*  
~~Debra~~ E. Campa  
5155 St. Andrews Island Drive  
Vero Beach, FL 32967

Article VI - Incorporator

The name and street address of the person(s) signing these Articles of Incorporation is/are:

1. *Deborah*  
~~Debra~~ E. Campa  
5155 St. Andrews Island Drive  
Vero Beach, FL 32967

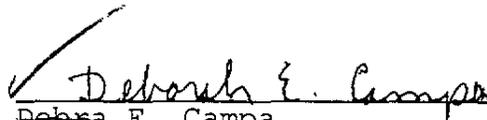
Article VII - Address of Principal Office

The principal office of the corporation and its mailing address is 5155 St. Andrews Island Drive, Vero Beach, FL 32967.

Article VIII - Resident Agent

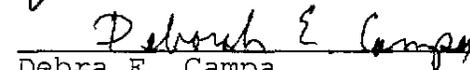
The company's initial resident agent is <sup>Deborah</sup>~~Debra~~ E. Campa, whose mailing address is 5155 St. Andrews Island Drive, Vero Beach, FL 32967.

WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation March 14, 2003.

  
Debra E. Campa  
Deborah E. Campa

ACCEPTANCE OF RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for Healthy And Wise, Incorporated.

  
Debra E. Campa  
Deborah E. Campa

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