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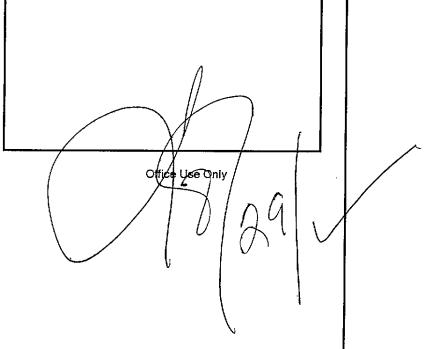


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ACCOUNT NO. : 07210000032
REFERENCE : 222834 10849A
AUTHORIZATION: Totacia Agrita
COST LIMIT: \$ 70.00
ORDER DATE: August 28, 2003
ORDER TIME: 1:49 PM
ORDER NO. : 222834-005
CUSTOMER NO: 10849A
CUSTOMER: Leigh Ann Ingels Roberts, Roberts & Roberts, P.a.
6570 30th Avenue North
St. Petersburg, FL 33710
DOMESTIC FILING
NAME: BODY & SOUL MARKET PLACE, INC.
EFFECTIVE DATE:
XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Troy Todd - EXT. 1140

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE TALLAHASSEE, FLORID

BODY & SOUL MARKET PLACE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BODY & SOUL MARKET PLACE, INC.

The address of the principal office of this corporation shall be ______5660 - 66th Street North. St. Petersburg. FL 33709, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Roberts,

Roberts & Roberts, P.A., 6570 - 30th Avenue North, St. Petersburg, FL 33710, and the name of the initial registered agent of the corporation at that address is Carl G. "Jeff" Roberts, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Name	Address
Jesus Cerda	5660 - 66th Street North, St. Petersburg, FL 33709
Marcia A. Cerda	5660 - 66th Street North, St. Petersburg, FL 33709

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name & Title	Address
PRESIDENT: Jesus Cerda VICE PRESIDENT: Marcia A. Cerda SECRETARY: Marcia A. Cerda	5660 – 66 th Street North, St. Petersburg, FL 33709 5660 – 66 th Street North, St. Petersburg, FL 33709 5660 – 66 th Street North, St. Petersburg, FL 33709
TREASURER: Marcia A. Cerda	5660 – 66 th Street North, St. Petersburg, FL 33709

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Jesus Cerda 5660 – 66th Street North St. Petersburg, Florida 33709

IN WITNESS WHEREOF, the undersigned Incorporate has hereunto set his hand and seal on August 26, 2003.

Jesus Cerda

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

In pursuance of Chapter 48.09l, Florida Statutes, the following is submitted, in compliance with said Act:

First: That BODY & SOUL MARKET PLACE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of St. Petersburg, County of Pinellas, State of Florida, has named CARL G. "JEFF" ROBERTS, Attorney at Law, located at 6570 - 30th Avenue North, St. Petersburg, Florida, 33710, County of Pinellas, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

CARL G. "JEFF" ROBERTS

Registered Agent