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FROM-Schneider Weinberger

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Weight Management Institute, Inc.

Certificate of Status	0
Certified Copy	1
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**ARTICLES
OF
INCORPORATION
OF
WEIGHT MANAGEMENT INSTITUTE, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be Weight Management Institute, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 401 Fairway Drive, Deerfield Beach, FL 33441.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 10,000 shares of common stock, \$.001 par value per share.

**ARTICLE IV
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The street address of the initial registered office of the corporation is 401 Fairway Drive, Deerfield Beach, FL 33441, and the name of its initial registered agent at such address is Byron Davis.

**ARTICLE V
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the incorporator is Byron Davis, 401 Fairway Drive, Deerfield Beach, FL 33441.

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**ARTICLE VI
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE VII
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE VIII
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 3rd day of November 2003.



Byron Davis, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

Weight Management Institute, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 401 Fairway Drive, Deerfield Beach, FL 33441, has named Byron Davis, 401 Fairway Drive, Deerfield Beach, FL 33441, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Byron Davis

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