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(City/State/Zip/Phone #)

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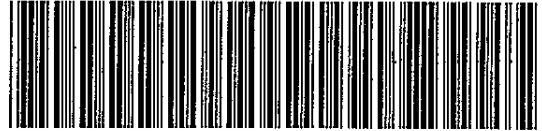
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LIVINGSTON & LIVINGSTON

ATTORNEYS AND COUNSELORS AT LAW

445 S. COMMERCE AVENUE

SEBRING, FLORIDA 33870-3702

HOWARD G. LIVINGSTON (1907-1975)

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ROBERT E. LIVINGSTON

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livandliv@mpinet.net

November 10, 2004

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Back In Touch Day Spa & Apothecary, Inc.

Dear Sir or Madam:

Please find herein the Articles of Incorporation for the above-referenced corporation and a check in the amount of \$78.75 for filing fees and one certified copy. Upon filing, please forward the originals to my office at the above-shown address.

Very truly yours,

Robert E. Livingston / RL
Robert E. Livingston

REL/af

Encl.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BACK IN TOUCH DAY SPA & APOTHECARY, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Back In Touch Day Spa & Apothecary, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal office is 2533 U.S. 27 South, Sebring, Florida 33872

ARTICLE III: DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSE

The general purpose of the corporation is to engage in the business of health and wellness management, and to further engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and engage in and transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue and have outstanding at any one time is Eight Thousand (8000) shares. Such shares shall be of a single class and shall have par value of One Dollar (\$1.00).

ARTICLE VI: INITIAL REGISTERED AGENT

The initial Registered Agent shall be Robert E. Livingston and the Registered Agent's street address shall be 445 South Commerce Avenue, Sebring, Florida 33870.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is William A. Qualls, 4101 Thoroughbred Lane, Sebring, Florida 33875.

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ARTICLE VIII: INITIAL BOARD OF DIRECTORS

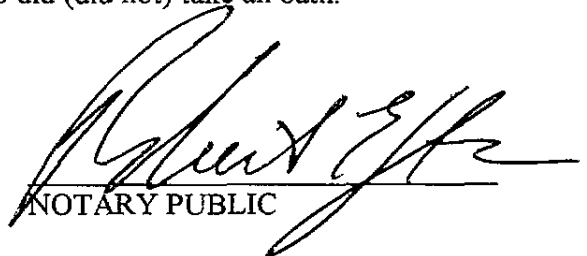
The name and address of the initial Directors of the corporation are William A. and Melissa J. Qualls, 4101 Thoroughbred Lane, Sebring, Florida 33872.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 12 day of November, 2004.

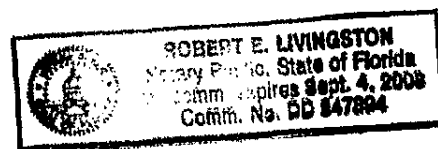

WILLIAM A. QUALLS

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 12 day of November 2004, by WILLIAM A. QUALLS, who is personally known to me, or who has produced a FLA Drivers License as identification, and who did (did not) take an oath.


NOTARY PUBLIC

Notarial Seal and Commission



CERTIFICATE OF DESIGNATION AND ACCEPTANCE
BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the below mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered agent and office in the State of Florida.

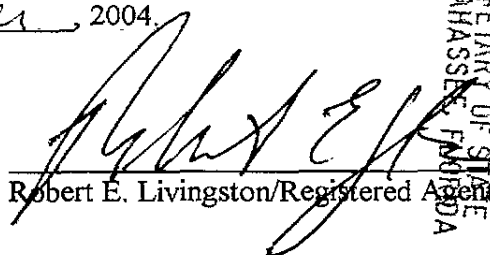
DESIGNATION

1. The name of the corporation is: Back In Touch Day Spa & Apothecary, Inc.
2. The name and street address of the registered agent and office are: Robert E. Livingston, 445 South Commerce Avenue, Sebring, Florida 33870.

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

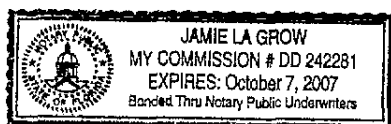
Executed this 12th day of November, 2004.


Robert E. Livingston/Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 12th day of _____, 2004, by Robert E. Livingston, who is personally known to me, or who has produced a _____ as identification, and who did (did not) take an oath.




NOTARY PUBLIC

Notarial Seal and Commission