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CLERK OF COURT
TALLAHASSEE, FLORIDA

2-16-05
16

TRANSMITTAL LETTER

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

SUBJECT: GWEN HERB SMART HEALTH, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: GWEN HERB
Name (Printed or typed)
2200 CORP. BLVD. N.W., SUITE 315
Address
BOCA RATON, FL 33431
City, State & Zip
561-487-1218
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
GWEN HERB SMART HEALTH, INC.

I, the undersigned, a natural person competent to contract, do 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
NAME OF CORPORATION

The name of this Corporation shall be:

GWEN HERB SMART HEALTH, INC.

ARTICLE II
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in Chapter 607, Florida Statutes, the Florida General Corporation Act.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of this Corporation is 100 shares of Common Stock, such shares shall have a par value of \$1.00 and shall be designated as "Common Shares".

B. The Board of Directors shall have the power and the authority to prescribe the consideration to be paid to the Corporation in exchange for the issuance and disposal of its capital stock. Stock certificates shall not be valid unless signed and issued by the President and attested to by the Secretary, who shall affix thereon the corporate seal.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

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05 FEB 15 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street/mailling address of the principal office of this Corporation in the State of Florida is: 2200 Corp. Blvd. N.W., Suite 315, Boca Raton, FL 33431. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws adopted by the Board of Directors of this Corporation, but shall never be less than one (1).

ARTICLE VII
FIRST BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Gwendolyn Herb	2403 N.W. 30 th Street Boca Raton, FL 33431

The Board of Directors shall have the authority and the power to adopt By-Laws which shall govern the operation of the business of this Corporation, and to thereafter amend same from time to time if deemed necessary by the Board of Directors.

ARTICLE VIII
INITIAL OFFICERS

The names and street addresses of the initial officers are:

<u>NAME</u>	<u>ADDRESS</u>
President/Treasurer: Gwendolyn Herb	2403 N.W. 30 th Street Boca Raton, FL 33431
Secretary: James A. Herb	2403 N.W. 30 th Street Boca Raton, FL 33431

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is:

NAME

Gwendolyn Herb

ADDRESS

2403 N.W. 30th Street
Boca Raton, FL 33431

ARTICLE X
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2200 Corporate Blvd. N.W., Suite 315, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at this address is James A. Herb.

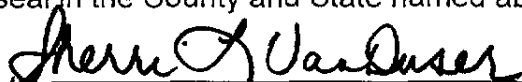
Executed by the undersigned at Boca Raton, Palm Beach County, Florida, on January 3, 2005.


Gwendolyn Herb, Incorporator

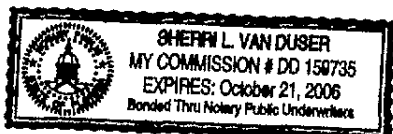
STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared Gwendolyn Herb, to me known to be the person described in, and who executed, the foregoing Articles of Incorporation and who acknowledged that she executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 3rd day of January, 2005.


NOTARY PUBLIC, STATE OF FLORIDA
Sherri L. VanDuser

My Commission expires: 10/21/06



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Gwendolyn Herb, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 2200 Corp. Blvd. N.W., Suite 315, Boca Raton, Florida 33431, has named James A. Herb, Esquire, located at 2200 Corp. Blvd. N.W., Suite 315, Boca Raton, Florida 33431, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

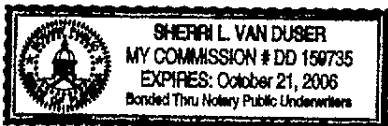
Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


James A. Herb, Esquire

SWORN TO AND SUBSCRIBED before me on this 3rd day of January, 2005.


Notary Public, State of Florida
Sherri L. VanDuser

My Commission expires: 10/21/06



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CLERK OF STATE
TALLAHASSEE, FLORIDA