

Arlene F. Austin, P.A.

ATTORNEY AT LAW

5811 Pelican Bay Boulevard
Suite 700A
Naples, Florida 34107

(941) 514-8211
Fax (941) 514-2777

P94000091911

December 4, 1997

Via FedEx
Secretary of State
Division of Corporations
Amendments Section
409 East Gaines Street
Tallahassee, FL 32399

600002364046-3
12/05/97-01035-005
*****87.50 *****87.50

Re: Naples Massage Therapy Corp.
Articles of Amendment Changing Name
Our File No. 9269.0

Gentlemen:

Enclosed please find the following items relating to the above-referenced corporation:

1. Original and one copy of the Articles of Amendment to the Articles of Incorporation changing the corporate name;
2. Check made payable to the Florida Secretary of State in the amount of \$ 87.50 for filing fees and one certified copy of the Articles of Amendment.

Please file same and provide one certified copy and your customary receipt for same to the undersigned at your earliest convenience. Thank you for your kind cooperation and assistance.

Very truly yours,

Arlene F. Austin
Arlene F. Austin

AFA:el
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

GOLDEN PHOENIX CENTER FOR SELF-RENEWAL, INC.

(formerly known as NAPLES MASSAGE THERAPY CORP.)

Pursuant to Section 607.1007 of the Florida Statutes, the Articles of Incorporation of NAPLES MASSAGE THERAPY CORP., a Florida corporation, which was originally incorporated under the name NAPLES MASSAGE THERAPY CORP. on December 16, 1994, are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Section 607.1007 of the Florida Statutes, and there is no discrepancy between the corporation's Articles of Incorporation as originally filed and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation of GOLDEN PHOENIX CENTER FOR SELF-RENEWAL, INC., shall be as follows:

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be:

GOLDEN PHOENIX CENTER FOR SELF-RENEWAL, INC.

The principal place of business of this corporation shall be:

4949 North Tamiami Trail
Suite 201
Naples, Florida 34103

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, territory or nation.

ARTICLE III. TERM OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock.

ARTICLE V. REGISTERED AGENT

The name of the registered agent and the address of the registered office of the corporation shall be:

Sandra Dalesio
4949 North Tamiami Trail
Suite 201
Naples, Florida 34103

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE VII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

VIII. INDEMNIFICATION OF OFFICERS & DIRECTORS

The corporation shall indemnify its officers and directors to the fullest extent permitted by the law.

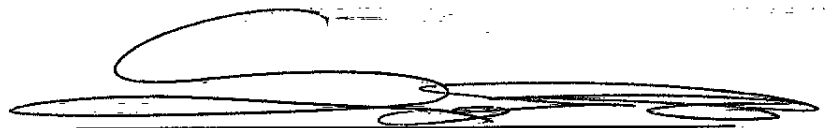
ARTICLE IX. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the shares entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain Amendment of the Articles of Incorporation be made.

ARTICLE X. EFFECTIVE DATE

The existence of the Corporation began on December 16, 1994. The effective date of these Amended and Restated Articles of Incorporation shall be December 1, 1997.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 21 day of November, 1997.

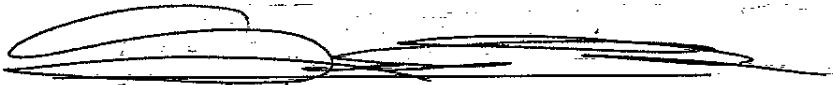
A handwritten signature in dark ink, appearing to read 'Sandra Dalesio', with a large, sweeping loop at the end.

Sandra Dalesio
President & Secretary

CERTIFICATE

The undersigned being the duly elected and acting President and Secretary of Naples Massage Therapy Corp. (Charter Number P94000091911) which is now renamed as GOLDEN PHOENIX CENTER FOR SELF-RENEWAL, INC., hereby certifies that the foregoing were duly proposed by the entire membership of the Board of Directors and were unanimously approved by all of the shareholders of record at a special meeting held on the 17th day of November, 1997, where a quorum was present, after due notice, in accordance with the requirements of the Articles of Incorporation and Bylaws for their amendment, said vote being sufficient for their amendment. This instrument both amends and restates the Articles of Incorporation in their entirety.


Executed on this 21 day of Nov., 1997.

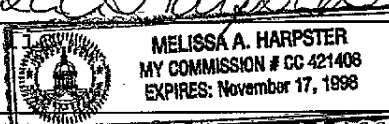

Sandra Dalesio
President & Secretary

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 21 day of Nov., 1997, by Sandra Dalesio, President and Secretary of NAPLES MASSAGE THERAPY CORP., which is now renamed as GOLDEN PHOENIX CENTER FOR SELF-RENEWAL, INC., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced satisfactory evidence of identification.

My commission expires:


Notary Public



(Print, Type, or Stamp) _____ Commissioned
Name of Notary Public
☒ Personally Known
☐ Produced Identification
Type of Identification Produced