

P95000012630

HEALTH ALTERNATIVES, INC.
6341 SHADY PINE LANE (P O Box 512)
BOKEELIA, FLORIDA 33922

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RECORDED 141149123
-02/14/95--01011--010
***122.50 ***122.50

Gentlemen:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

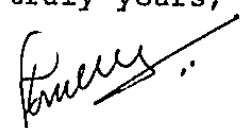
- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

FILED
FEB 13 11 8 29

Please return certified copy as soon as possible.

Very truly yours,


RENE R. S. MORRELL

enclosure

6012
2/15/95
P95-126301

ARTICLES OF INCORPORATION
OF
HEALTH ALTERNATIVES, INC.

FILED
MAR 29
1983

ARTICLE I.

The name of this corporation is:

HEALTH ALTERNATIVES, INC.

The address is:

6341 SHADY PINE LANE
P O Box 512
BOKEELIA, FLORIDA 33922

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business, permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

**ARTICLE V. REGISTERED AGENT AND INITIAL
REGISTERED OFFICE**

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

THOMAS W. HILL
1318 LAFAYETTE STREET
CAPE CORAL, FLORIDA 33904

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

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

RENE R. S. MORRELL
6341 SHADY PINE LANE
P O Box 512
BOKEELIA, FLORIDA 33922

The persons named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR


The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

RENE R. S. MORRELL
6341 SHADY PINE LANE
P O box 512
BOKEELIA, FLORIDA 33922

ARTICLE IX. AMENDMENT

These 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 stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, RENE R. S. MORRELL, Incorporator, has executed the foregoing Articles of Incorporation on 8th day of FEBRUARY, 1995.



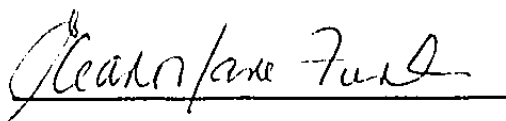
RENE R. S. MORRELL
INCORPORATOR

BEFORE ME, a Notary Public, personally appeared RENE R. S. MORRELL, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on 8th day of February, 1995.

My commission expires:

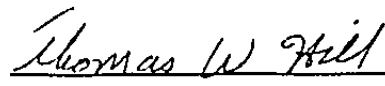


ELEANOR JANE FUNK
My Commission CC318480
Expires Sep. 23, 1997
Bonded by HAI
800-422-1555



Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for HEALTH ALTERNATIVES, INC.



THOMAS W. HILL
REGISTERED AGENT

BEFORE ME, a Notary Public, personally appeared THOMAS W. HILL, to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 31 day of February, 1975.

Eleanor Jane Funk
Notary Public

My Commission expires:



ELEANOR JANE FUNK
My Commission CC318480
Expires Sep. 23, 1997
Bonded by HIAI
BCO-422-1885

HEALTH ALTERNATIVES, INC.
6341 SHADY PINE LANE (P O Box 512)
BOKEELIA, FLORIDA 33922

FILED
FEB 13 1995

PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

FIRST: That HEALTH ALTERNATIVES, INC., is desiring to
organize or qualify under the law of the State of Florida with its
principal place of business at 6341 SHADY PINE LANE, BOKEELIA, Box 512
State of Florida, 33922, has named THOMAS W. HILL, 1318 LAFAYETTE
STREET, Cape Coral, Florida 33904, as its agent to accept service
of process within Florida.

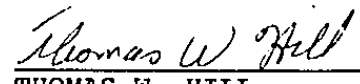


RENE R. S. MORRELL

INCORPORATOR

FEBRUARY 8, 1995

Having been named to accept service of process for the above state
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.



THOMAS W. HILL

Registered Agent

FEBRUARY 8, 1995