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((H95000003187)))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

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MIAMI FL 33135-0000
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HOLISTIC INFO LINE, INC.
FAX AUDIT NUMBER: H95000003187
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MAY 22 1996
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Northam
Secretary of State

March 21, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: HOLISTIC INFO LINE, INC.
REF: W95000008207

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

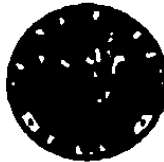
Loria Poole
Corporate Specialist

FAX Aud. #: H95000003187
Letter Number: 995A00012559

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

MM-22-1995 09154 FROM EMPIME

TO DIV CORP ELT FI P.01



FLORIDA DEPARTMENT OF STATE

Sandra B. Moriharn
Secretary of State

March 22, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: HOLISTIC INFO LINE, INC.
REF: H95000006207

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

You failed to make the correction(s) requested in our previous letter.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAM Aud. #: H95000003187
Letter Number: 495A000/12766

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

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ARTICLES OF INCORPORATION
OF

HOLISTIC INFO LINE, INC.

ARTICLE I - NAME

The name of the corporation is:

HOLISTIC INFO LINE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized under the laws of the State of Florida, as a corporation for profit, and may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of ONE (\$1.00) DOLLAR.

Prepared by:
Sharon R. Book, Esq.
255 Alhambra Circle
Suite 610
Coral Gables, Fl. 33134
Fla. Bar No. 0667684
(305) 448.4480

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is: SHARON R. BOCK, ESQUIRE, 255 Alhambra Circle, Suite 610, Coral Gables, Florida 33134.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is: 2121 N. Bayshore Drive, No. 1019, Miami, Florida 33137.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

JULIE C. PALAS
2121 N. Bayshore Drive
No. 1019
Miami, Florida 33137

AMY SUN LIEMANN
2121 N. Bayshore Drive
No. 1019
Miami, Florida 33137

ARTICLE VII - INCORPORATOR

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

SHARON R. BOCK
255 Alhambra Circle
Suite 610
Coral Gables, Florida 33134

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ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of March, 1995.

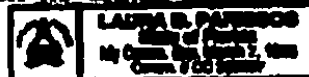
[Signature]
SHARON R. BOCK, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared SHARON R. BOCK, known by me to be the person who executed the foregoing Articles of Incorporation, or who produced _____ as identification, and who acknowledged before me that she executed the same for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 20 day of March, 1995.

[Signature]
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE



My commission expires:

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CERTIFICATE DESIGNATING AGENT

(F.S. Sec. 48.091)

BE IT KNOWN THAT:

HOLISTIC INFO LINE, INC. , desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Dade County, Florida, has named SHARON R. BOCK, ESQUIRE, 255 Alhambra Circle, Suite 610, Coral Gables, Florida 33134, as its agent to accept service of process within Florida.

HOLISTIC INFO LINE, INC.

By: 
SHARON R. BOCK

DATED this 30 day of March, 1995.

ACCEPTANCE

Having been named to accept service of process for HOLISTIC INFO LINE, INC. at 255 Alhambra Circle, Suite 610, Coral Gables, Florida 33134, 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.


SHARON R. BOCK
REGISTERED AGENT

DATED this 30 day of March, 1995.

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TALLAHASSEE, FLORIDA