

Don S. Cohn

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PA6000037040

Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

7/20/00 14720617  
05/08/95-01152-0005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation for  
National Wellness Centers, Inc.

Dear Sir:

Please find enclosed herein Articles of Incorporation for  
filing for National Wellness Centers, Inc. as well as our Trust  
Account Check in the amount of \$ 70.00.

I would appreciate your immediate attention to this matter.  
Should you have any question, please contact me immediately.

Very truly yours,

*Don S. Cohn*

Don S. Cohn

RECEIVED  
JUL 20 1999  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
NATIONAL WELLNESS CENTERS, INC.

FILED  
95 MAY -8 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is National Wellness Centers, Inc.

ARTICLE II

The general nature of the business to be transacted shall be the provision of Medical Fitness and Preventive Medicine and to otherwise engaged in any activity or business permitted under the laws of the United State America and the State of Florida.

ARTICLE III

The capital stock of this corporation shall consist of 100 shares of common stock of \$1.00 dollar par value each, and all or part of such stock to be issued from time to time as may be determined by all or part of the Board of Directors. On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

This corporation shall hold perpetual existence.

ARTICLE V

That the business of this corporation shall be managed by a Board of Directors consisting of two (2) or more members, as may be provided by the Bylaws.

ARTICLE VI

The name and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of these Articles of Incorporation, the Bylaws of this Corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and qualify are as follows:

Dr. Cristain Breton, M.D.  
7301 S.W. 61st St.  
Miami, Florida 33143

William Gutierrez  
6520 W. 12th Ct.  
Hialeah, Florida 33012

Jorge A. Gonzalez  
7211 W. 24th Lane  
#2259  
Hialeah, Florida 33016

Antonio Almeida  
1115 Magnolia St.  
West Palm Beach, Florida 33405

#### ARTICLE VII

The registered agent for the purpose of compliance with Florida law shall be Dr. Cristain F. Breton, M.D., 7400 N. Kendall Dr., Suite 104, Miami, Florida 33156 and the registered post office address of this corporation shall be 7400 N. Kendall Dr., Suite 104, Miami, Florida 33156.

#### ARTICLE VIII

The post office address of this corporation until otherwise determined by the stockholders and Board of Director shall be 7400 N. Kendall Dr., Suite 104, Miami, Florida 33156 and branch offices may be maintained at such places in the State of Florida, and the United States of America and in foreign countries as may from time to time be authorized by the stockholders and the Board of Directors of this corporation.

#### ARTICLE IX

The name and post office address of the subscribers of these Articles of Incorporation and the number of shares with which the capital stock of this corporation shall be subscribed by the said subscribers of these articles of incorporation are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Dr. Cristian Breton. MD	7301 S.W. 61st St. Miami, Florida 33143	36
William Gutierrez	6520 W. 12th Ct. Hialeah, Florida 33012	28
Jorge Gonzalez	7211 W. 24th Lane #2259 Hialeah, Florida 33016	18

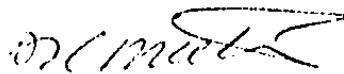
Antonio Almeida

1115 Magnolia St.  
West Palm Beach, FL 33406 8

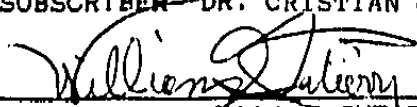
ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificates of capital stock of this corporation, and the voting rights of the holders of the shares of capital stock of this corporation are vested in the shareholders.

IN WITNESS WHEREOF the undersigned subscribers have hereunto set their hands and seals in the City of Miami, County of Dade, State of Florida this \_\_\_\_ day of \_\_\_\_\_, 1995.



SUBSCRIBER- DR. CRISTIAN F. BRETON, MD



SUBSCRIBER- WILLIAM GUTIERREZ



SUBSCRIBER- JORGE GONZALEZ



SUBSCRIBER- ANTONIO ALMEIDA

STATE OF FLORIDA )

COUNTY OF DADE )

THE FOREGOING instrument was acknowledged before me this 4<sup>th</sup> day of MAY, 1995 by DR. CRISTIAN BRETON MD, who is personally known to me or who has produced a Driver's License as identification and who did take an oath.

(SEAL)



NOTARY PUBLIC

My Commission Expires:



DON S. GONN  
MY COMMISSION # CC280185 EXPIRES  
May 12, 1997  
POWERED THROUGH TROY FARM INSURANCE, INC.

STATE OF FLORIDA )  
 )ss  
COUNTY OF DADE )

THE FOREGOING instrument was acknowledged before me this 4<sup>th</sup>  
day of MAY, 1995 by WILLIAM GUTIERREZ, who is  
personally known to me or who has produced a Driver's License as  
identification and who did take an oath.

(SEAL)

[Signature]  
NOTARY PUBLIC  
My Commission Expires:



DON S. CONN  
MY COMMISSION # CC280185 EXPIRES  
May 12, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA )  
 )ss  
COUNTY OF DADE )

THE FOREGOING instrument was acknowledged before me this 4<sup>th</sup>  
day of MAY, 1995 by JORGE GONZALEZ, who is personally  
known to me or who has produced a Driver's License as  
identification and who did take an oath.

(SEAL)

[Signature]  
NOTARY PUBLIC  
My Commission Expires:



DON S. CONN  
MY COMMISSION # CC280185 EXPIRES  
May 12, 1997  
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA )  
COUNTY OF DADE )

THE FOREGOING instrument was acknowledged before me this 5<sup>th</sup>  
day of MAY, 1995 by ANTONIO ALMEIDA, who is personally  
known to me or who has produced a Driver's License as  
identification and who did take an oath.

(SEAL)

[Signature]  
NOTARY PUBLIC

My Commission Expires:



DON S. CONN  
MY COMMISSION # 00000100 EXPIRES  
May 12, 1997  
BONDED THROUGH TRAVELERS INSURANCE, INC.

I ACCEPT DESIGNATION AS THE REGISTERED AGENT OF THIS CORPORATION

[Signature]  
DR. CRISTIAN BRETON

FILED  
95 MAY -8 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA