

1200 HAYS STREET  
TALLAHASSEE, FL 32304  
904 222-0071  
904 222-0391 FAX

800-342-8086



**PA5000044079**

ACCOUNT NO. : 072100000032

REFERENCE : *Patricia P. 9071A*

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : June 7, 1995

ORDER TIME : 3:28 PM

ORDER NO. : 611634

CUSTOMER NO: 9071A

800001507938

CUSTOMER: Richard L. Russell, Esq  
RICHARD S. RUSSELL, ESQ

Suite 101  
200 East Palmetto Park Road  
Boca Raton, FL 33432

JUN 8 1995 BSB

DOMESTIC FILING

NAME: NO-PAIN NON-HARMFUL HEALTH &  
WELLNESS SYSTEMS, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF

NO-PAIN NON-HARMFUL HEALTH & WELLNESS SYSTEMS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NO-PAIN NON-HARMFUL HEALTH & WELLNESS SYSTEMS, INC.

The address of the principal office of this corporation shall be 7300 West Camino Real, Suite 100, Boca Raton, Florida 33433, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 7, 1995.

CORPORATION SERVICE COMPANY

By: Karen B Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By Karen B. Rozar  
Its Agent, Karen B. Rozar

KBR/dks

RICHARD S. RUSSELL  
*Attorney at Law*  
200 E. PALMETTO PARK ROAD, SUITE 101  
BOCA RATON, FLORIDA 33432

(407) 347-7477

P95000044079

July 6, 1995

000001542148  
-07/10/95--01074--0003  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

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

CR.35

Re: No-Pain Non-Harmful Health  
and Wellness Systems, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Amendment to the Articles of Incorporation for the above-referenced Corporation, together with Statement of Change of Registered Agent. Please file these documents with the State and return a copy of the Articles of Amendment to this office.

We are enclosing our check in the amount of \$70.00, representing your \$35.00 fee for the Amendment and \$35.00 for Change of Registered Agent. Additionally, we are enclosing a stamped, self-addressed envelope for your convenience.

If you have any questions, please feel free to call.

Very truly yours,



Richard S. Russell

/bbr  
Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JUL 13 AM 9:49

FILED

RA Chan  
7-21-95  
DC

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED  
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of \_\_\_\_\_ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: NO-PAIN NON-HARMFUL HEALTH &  
WELLNESS SYSTEMS, INC.
- 1b. Date of incorporation June 7, 1995 Document number P95000044079

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY, 1201 Hays Street, Tallahassee,  
Florida 32301

3. The name and address of the new registered agent and office:  
(P.O. Box Not Acceptable)

PHILIP RUBIN, 6049 Balboa Circle, No. 404, Boca Raton,  
Florida 33433

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

*Philip Rubin*  
SIGNATURE  
June 29, 1995  
DATE

\* PHILIP RUBIN, Registered Agent  
President and  
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE June 29, 1995

*Philip Rubin*  
(Registered Agent)

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

RICHARD S. RUSSELL  
*Attorney at Law*  
200 E. PALMITTO PARK ROAD, SUITE 101  
Boca RATON, FLORIDA 33432  
(407) 347-7477

P95000044079

July 6, 1995

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

CF.35

Re: No-Pain Non-Harmful Health  
and Wellness Systems, Inc.

FILED  
95 JUL 13 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find the original and one copy of Articles of Amendment to the Articles of Incorporation for the above-referenced Corporation, together with Statement of Change of Registered Agent. Please file these documents with the State and return a copy of the Articles of Amendment to this office.

We are enclosing our check in the amount of \$70.00, representing your \$35.00 fee for the Amendment and \$35.00 for Change of Registered Agent. Additionally, we are enclosing a stamped, self-addressed envelope for your convenience.

If you have any questions, please feel free to call.

Very truly yours,

*Richard S. Russell*  
Richard S. Russell

/bbr  
Enclosures

*N. Hume*  
*Change*

100001533711  
-07/13/95--01074--003  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

7-21-95  
DL

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
NO-PAIN NON-HARMFUL HEALTH & WELLNESS SYSTEMS, INC.

FILED  
95 JUL 13 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to the Articles of Incorporation:

1. The name of the Corporation is: NO-PAIN NON-HARMFUL HEALTH & WELLNESS SYSTEMS, INC.

2. The following Amendment to the Articles of Incorporation was adopted by the Stockholders of the Corporation on June 29, 1995, in the manner prescribed by the Florida General Corporation Act:

The name of the Corporation is amended to read as follows: HEALTH & WELLNESS SYSTEMS, INC.

3. The number of shares of the Corporation outstanding at the time of such adoption was one hundred (100); and the number of shares entitled to vote thereon was one hundred (100).

4. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common stock, \$1.00 Par Value	100

5. The number of shares voted for such Amendment was one hundred (100); and the number of shares voted against such Amendment was zero (0).



6. The manner in which any exchange, reclassification or cancellation of issued shares provided in the Amendment is to be effected is as follows: None.

7. The manner in which such Amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such Amendment, are as follows: No change.

Dated this 29th day of June, 1995.

NO-PAIN NON-HARMFUL HEALTH &  
WELLNESS SYSTEMS, INC.

By:

Philip Rubin Pres.  
PHILIP RUBIN, President

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County last aforesaid, personally appeared PHILIP RUBIN, President of NO-PAIN NON-HARMFUL HEALTH & WELLNESS SYSTEMS, INC., to me personally known, and known to me to be the person who signed the foregoing instrument as such officer and acknowledged the execution thereof to be his free act and deed as such officer for the uses and purposes therein mentioned, and that he affixed thereto the official seal of said Corporation, and that the said instrument is the act and deed of said Corporation.

WITNESS my hand and official seal in the County and State named above this 29th day of June, 1995.

Richard S. Russell  
Notary Public - RICHARD S. RUSSELL  
State of Florida at Large

My Commission expires:



RECEIVED & RETURNED  
NOTARY PUBLIC RICHARD S. RUSSELL  
STATE OF FLORIDA  
COMM. EXPIRES 12/31/98