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THRASHER, THRASHER & THRASHER

Attorneys And Counselors At Law, Chartered

908 North Gadsden Street
Tallahassee, Florida 32303-6316

Elwin R. Thrasher, Jr.
Elwin R. Thrasher III (Trey)
Laura S. Thrasher

(904) 224-8686
Fax (904) 224-1264

June 19, 1995

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

700001521927
-06/23/95--01061--011
****122.50 ****122.50

Re: Consumer Advantage, Inc.

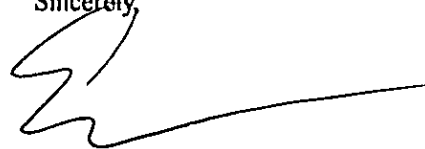
Dear Secretary:

Enclosed is the original and one copy of Articles of Incorporation with regard to the above-named.
A check in the amount of \$122.50 is enclosed to cover the fees as set forth below:

Filing Fee	35.00
Certified Copy of Articles	52.50
Designation of Registered Agent	<u>35.00</u>
Total	\$122.50

Thank you for your assistance.

Sincerely,



Elwin R. Thrasher, Jr.

ERT:et

N. HENDRICKS JUN 27 1995

ARTICLES OF INCORPORATION
OF
Consumer Advantage, Inc.

FILED
95 JUN 23 11 0 57
SEC.
FILE

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I - Name

The name of the corporation is Consumer Advantage, Inc..

Article II - Duration

The term of existence of the corporation is perpetual.

Article III - Purpose

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article IV - Capital Stock

The corporation is authorized to issue 7,500 shares, all of one class, at \$1.00 par value.

Article V - Registered Office and Agent

The name and address of the initial registered agent and the office of this corporation is as follows: Elwin R. Thrasher, Jr., 908 North Gadsden Street, Tallahassee, Florida 32303.

Article VI - Incorporator

The name and address of the incorporator signing these Articles of Incorporation is Richard Armenti, 343 Lennox Mill Road, Tallahassee, Florida 32308.

Article VII - Mailing Address Of Corporation

The mailing address of the initial principal office of the corporation is 343 Lennox Mill Road, Tallahassee, Florida 32308.

Article VIII - Amendment of Articles

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on June 19, 1995.

[Signature]
Incorporator

Having been named to act as registered agent for the above-named corporation, at the place designated in these Articles, I hereby accept such appointment. I further state that I am familiar with, and accept the obligations provided for in F.S. §607.325.

[Signature]
Registered Agent

STATE OF FLORIDA:
COUNTY OF LEON :

The foregoing instrument was acknowledged before me on June 20, 1995, by Richard Armenti.
☒ who is personally known to me
☐ who has produced _____ as identification.
(Type of identification produced)

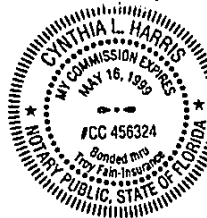


LAURA S THRASHER
My Commission CC449238
Expires Mar. 29, 1999
Bonded by ANB
800-852-6878

[Signature]
LAURA S. THRASHER
(Printed name of Notary)
Notary Public
My Commission Expires:

STATE OF FLORIDA:
COUNTY OF LEON :

The foregoing instrument was acknowledged before me on JUNE 20, 1995, by Elwin R. Thrasher, Jr.
☒ who is personally known to me
☐ who has produced _____ as identification.
(Type of identification produced)



[Signature]
Cynthia L. Harris
(Printed name of Notary)
Notary Public
My Commission Expires:

P95000049873

Richard Arment
Requestor's Name

Address

Tallahassee

City/State/Zip

Phone #

100001716341
-02/15/96--01099--007
****293.75 *****43.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
96 FEB 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk in

☐ Mail out

☐ Pick up time _____

☒ Will wait

☐ Photocopy

☐ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 FEB 15 PM 2:42
DIVISION OF REGISTRATION

N. HENDRICKS FEB 15 1996.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 FEB 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Consumer Advantage, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I

Personal Best Motivational
Products / Stores, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 2-14-96 .

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 14 of Feb., 19 96.

Signature

(By the Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Richard Armeniti

Typed or printed name

President

Title

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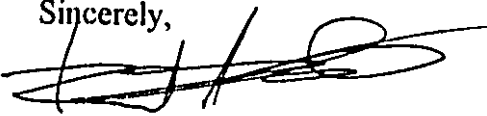
Division of Corporations,

Please include Federal Employment Identification Number 59-3322671 to my corporation. Personal Best Motivational Products/ Stores, Inc. which was recently changed from the name of Consumer Advantage, Inc.

Please contact me when you have received and/ or added the FEIN to this corporation. Thank you.

Richard Armenti, 3343 Lenox Mill Road, Tallahassee, FL 32308. 893-2515.

Sincerely,



Richard Armenti
President, Personal Best, Inc.

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4-2-96
mrc