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DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399

FROM: KANETSKY, MOORE & DEBOER, P.A.

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WELLNESS HEALTH PRODUCTS, INC.

FAX AUDIT NUMBER: H95000007518

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7-6-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/06/95 15:15

KANETSKY-MOORE

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ARTICLES OF INCORPORATION
OF
WELLNESS HEALTH PRODUCTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation: EFFECTIVE DATE
7-6-95

ARTICLE I

NAME and ADDRESS

The name of the corporation shall be WELLNESS HEALTH PRODUCTS, INC.

The principal place of business and mailing address of this corporation shall be as follows:

Corporate Address:

100 Venice Avenue West, Unit H
Venice, FL 34285

ARTICLE II

TERM OF EXISTENCE

The term of existence of the corporation shall be perpetual. Corporate existence shall begin on July 6, 1995.

ARTICLE III

NATURE OF BUSINESS

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or

THIS INSTRUMENT PREPARED BY
Erik R. Lieberman
Attorney At Law
P.O. Box 1767
Venice, Florida 34204-1767
(813) 485-1571
Fla. Bar #393053

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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 IV

CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 per share. The corporation elects to have preemptive rights.

ARTICLE V

REGISTERED AGENT

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

ROBERT A. GONYER, SR.
100 Venice Avenue West, Unit H
Venice, FL 34285

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have a Board of Directors of three directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The names and addresses of the persons who shall serve as the initial directors of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

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Names and street addresses

ROBERT A. GONYER, SR.
1591 Beach Road
Englewood, FL 34223

JOHN T. MONTGOMERY
5277 Heron Way
Sarasota, FL 34231

ALAN T. STURM
4458 Garcia Avenue
Sarasota, FL 34233

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator to these
Articles of Incorporation is:

Name and street address

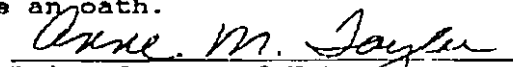
ROBERT A. GONYER, SR.
1591 Beach Road
Englewood, FL 34233

IN WITNESS WHEREOF, the undersigned, being the
incorporator hereinbefore named, for the purpose of forming a
corporation pursuant to the Florida Business Corporation Act, has
executed these Articles of Incorporation this 6 day of
July, 1995.


Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this
6 day of July, 1995, by ROBERT A. GONYER, SR., who
is personally known to me or who has produced a driver's license as
identification and who did not take an oath.


Printed Name of Notary
ANNE M. TAYLOR
Notary Public
Commission # _____

My commission expires:



07/06/95 15:19

KANITSKY-MOORE

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Registered Agent

DATE: July 6, 1995

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TALLAHASSEE, FLORIDA