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SHER-O, INC.
P.O. BOX 97
TARPON SPRINGS, FL 34688-0097

Sherron O. Geiger
President

Telephone: (813) 942-7273
Facsimile: (813) 942-7273

September 15, 1995

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

Re: Health and Wellness Awareness International, Inc.

Dear Clerk:

Enclosed is the original and one copy of the Articles of Incorporation for Health and Wellness Awareness International, Inc. along with a check in the amount of \$122.50 for filing fee and designation of resident agent.

Please return the certified copy with the filing date stamped on it to this office in the enclosed return envelope.

Thank you for your assistance in this matter.

Sincerely,

Sherron O. Geiger
President

/sg

Encls.

9/20/95
JB

ARTICLES OF INCORPORATION
OF
HEALTH AND WELLNESS AWARENESS INTERNATIONAL, INC.

RECEIVED
SEP 13 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned JOANNA SONGY does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the Laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:
HEALTH AND WELLNESS AWARENESS INTERNATIONAL, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is to provide consulting and educational services related to health matters and will include product sales.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Hundred (100) shares of common stock having no par value.

The initial stockholders shall be

JOANNA SONGY

ANTOINE P. SONGY

Initial stock issued shall be:

Seventy-five (75) shares to JOANNA SONGY
1520 Lockmeade Place
Oldsmar, FL 34677-5121

Twenty-five (25) shares to ANTOINE P. SONGY
1520 Lockmeade Place
Oldsmar, FL 34677-5121

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1520 Lockmeade Place, Oldsmar, FL 34677-5121; and the name of the initial registered agent of this corporation at that address is JOANNA SONGY.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate power shall be exercised by and under the authority of, and the business and affairs of this corporation

shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

This corporation shall be a Sub-chapter S Corporation.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be as follows:

| | |
|-----------|--|
| President | JOANNA SONGY 1520 Lockmeade Place Oldsmar, FL 34677-5121 |
|-----------|--|

| | |
|---------------|--|
| Sec/Treasurer | ANTOINE P. SONGY 1520 Lockmeade Place Oldsmar, FL 34677-5121 |
|---------------|--|


ARTICLE VIII

INCORPORATOR

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


JOANNA SONGY
1520 Lockmeade Place
Oldsmar, FL 34677-5121

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal and acknowledged these Articles of Incorporation and directs that they be delivered to the Department of State for the State of Florida this 15th day of September 1995.


JOANNA SONGY

STATE OF FLORIDA :
COUNTY OF PINELLAS:

The foregoing Articles of Incorporation was acknowledged before me this 14 day of September 1995, by JOANNA SONGY, who is personally known to me or who has produced Joanna Songy as identification and who did take an oath.


SHERRON O. GEIGER
Notary Public
State of Florida
Serial Number: CC159862
My Commission Expires: 12/07/95

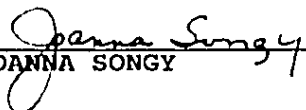


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 617.0501 of the Florida Statutes, the following is submitted in compliance with such Act:

That HEALTH AND WELLNESS AWARENESS INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Oldsmar, County of Pinellas, State of Florida, has named Joanna Songy of 1520 Lockmeade Place, Oldsmar, FL 34677-5121, as its agent to accept service of process within this State.

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JOANNA SONGY

25 SEP 13 PM 3:17
SECRET
TALLAHASSEE, FLORIDA