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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 798335 4387878

AUTHORIZATION : *William E. Boyes*

COST LIMIT : * 70.00

ORDER DATE : January 10, 1996

ORDER TIME : 2:32 PM

ORDER NO. : 798335

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CUSTOMER NO: 4387878

CUSTOMER: William E. Boyes, Esq
BOYES & FARINA, P.A.

Suite 900
1601 Forum Place
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: HANDS OF ZEN, 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: Andrea C. Mabry

EXAMINER'S INITIALS: *SAB*

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ARTICLES OF INCORPORATION

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OF

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HANDS OF ZEN, INC.

FLORIDA
DEPT. OF STATE
REGISTRATION

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation for such corporation.

Article I -- Name

The name of this corporation shall be HANOS OF ZEN, INC.

Article II -- Duration

The period of duration of this corporation is perpetual.

Article III -- Purpose

The purpose or purposes for which this corporation is organized is or are to engage in any activity or business permitted under the laws of the United States of America or of the State of Florida.

Article IV -- Authorized Shares

The aggregate number of shares that this corporation shall have the authority to issue is twenty thousand (20,000) shares of capital stock with a value of at least One and 00/100 Dollars (\$1.00) per share.

An initial issue of ten thousand (10,000) shares of the capital stock of this corporation shall be issued for cash at a value of One and 00/100 Dollars (\$1.00) per share.

The sum of the value of all shares of capital stock of this corporation that have been issued shall be the stated capital of this corporation at any particular time.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the board of directors, dividends payable in either cash, in property, or in shares of the capital stock of this corporation.

The shares of this corporation are not to be divided into classes.

This corporation is not authorized to issue shares in series.

Article V -- Registered Agent

The initial street address of the initial registered office of this corporation is 600 Sandtree Drive, Suite 203C, Lake Park, Palm Beach County, Florida 33403, and the name of the initial registered agent at such address is MARIE DANIELLE LEBLANC.

Article VI -- Directors

The initial board of directors of this corporation shall consist of one (1) member, who need not be a resident of the State of Florida or a shareholder of this corporation.

The name and address of the person who shall serve as director of this corporation until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, is as follows: MARIE DANIELLE LEBLANC, of 600 Sandtree Drive, Suite 203C, Lake Park, Palm Beach County, Florida 33403.

Article VII -- Incorporators

The name and address of the initial incorporator of this corporation is as follows: MARIE DANIELLE LEBLANC, of 600 Sandtree Drive, Suite 203C, Lake Park, Palm Beach County, Florida 33403.

Article VIII -- Voting Requirement

An affirmative vote of two-thirds (2/3) of the shares of this corporation shall be required for any shareholder action.

Article IX -- Adoption and Amendment

The shareholders of this corporation shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a shareholders' meeting, with a vote of not less than two-thirds (2/3) of the shares of this corporation.

Article X -- Preemptive Rights

The holders of the capital stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the board of directors, such of the shares of the stock of this corporation as may be issued for money, property or services, from time to time, in addition to that stock which is authorized and issued by this corporation. The preemptive rights of any holder shall be determined by the ratio of the authorized and issued shares of capital stock held by the holder to all of the shares of capital stock currently authorized and issued.

Article XI -- Principal Office

The address of the principal office of this corporation is 600 Sandtree Drive, Suite 203C, Lake Park, Palm Beach County, Florida 33403.

Article XII. - Cumulative Voting

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, and to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the president or vice president of this corporation not less than twenty four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his or her vote at said election.

IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation at Lake Park, Palm Beach County, Florida, on the 5 day of January, 1996.

Marie Danielle LeBlanc
MARIE DANIELLE LEBLANC,
Incorporator

1/8/96
Date

OATH AND ACCEPTANCE OF RESIDENT AGENT

STATE OF FLORIDA)
COUNTY OF PALM BEACH)
FSS:

BEFORE ME, the undersigned authority, personally appeared MARIE DANIELLE LEBLANC (hereinafter referred to as "Affiant"), who upon being duly sworn, deposes and says as follows:

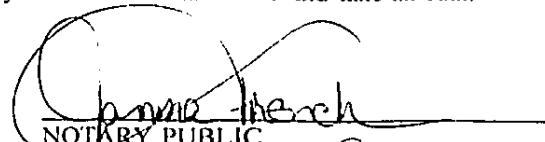
1. The Affiant has been designated as the registered agent of HANDS OF ZEN, INC., pursuant to the Articles of Incorporation for that corporation which were executed at West Palm Beach, Palm Beach County, Florida, on January 8, 1996.
2. The Affiant's residence and mailing address are identical with the registered office of HANDS OF ZEN, INC., which is set forth in the Articles of Incorporation for that corporation.
3. The Affiant is familiar with and accepts the obligations under Section 607.0505 of the Florida Statutes in connection with her designation as the registered agent of HANDS OF ZEN, INC.

FURTHER AFFIANT SAYETH NOT.



MARIE DANIELLE LEBLANC, Affiant

SWORN TO AND SUBSCRIBED BEFORE me on this 8th day of January, 1996, by MARIE DANIELLE LEBLANC, who is personally known to me and who did take an oath.



NOTARY PUBLIC
Print Name: Donna French
My Commission Number: 554-99
My Commission Expires:

