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FILED

Bibi Robinson
P.O. Box 530277 96 JUL 31 AM 9:57
Miami Shores, FL 33153
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 25, 1996

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

100001309931
-08/01796--01006--015
****122.50 ****122.50

Re: UNIVERSAL SOURCE, INC.

Gentlemen:

Please find enclosed two (2) copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm's check in the amount of \$122.50 to cover the cost of filing the Articles (\$35.00), Registered Agent Designation (\$35.00), and Certified copy (\$52.50). Please return the copy to the following address:

Luisa Mosquera
1881 Washington Avenue #11H
Miami Beach, Florida 33139

Thank you for your prompt attention to this matter.

Sincerely,



Bibi Robinson
Legal Secretary

Enclosures

PH
8/1/96

ARTICLES OF INCORPORATION
OF
UNIVERSAL SOURCE, INC.

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ARTICLE I -- NAME

The name of this corporation is UNIVERSAL SOURCE, INC. The principle place of business and the mailing address of this corporation shall be 1881 Washington Avenue, #11H, Miami Beach, Florida, 33139.

ARTICLE II -- DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of:

1. Owning and operating a business enterprise involving the providing of health maintenance services to the general public to include, but not be limited to, therapeutic massage, diet and nutrition counseling, acupuncture/acupressure and related therapies, meditation instruction, lifestyle counseling, and other holistic healing and health maintenance techniques and therapies; and
2. Developing, marketing, and selling various products and materials relating to health maintenance; and
3. Transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue 1000 shares of no par value common stock which shall be designated as "Common Stock".

ARTICLE V -- PRE-EMPTIVE RIGHTS

Pursuant to Florida Statutes §607.0630, as amended from time to time, every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1881 Washington Avenue, #11H, Miami Beach, Florida, 33139, and the name of the initial registered agent of this corporation at that address is Luisa N. Mosquera.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than three. The name and address of the initial Director of the corporation is:

Luisa N. Mosquera
1881 Washington Avenue, #11H
Miami Beach, Florida 33139

ARTICLE VIII -- INCORPORATORS

The name and address of the Incorporator signing these Articles is: Luisa N. Mosquera, 1881 Washington Avenue, #11H, Miami Beach, Florida, 33139.

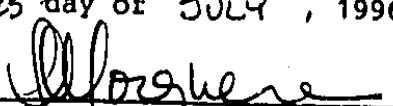
ARTICLE IX -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, 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 the 25th day of JULY, 1996.



LUISA N. MOSQUERA
Incorporator

STATE OF FLORIDA :
COUNTY OF DADE : SS

The foregoing instrument was acknowledged before me this 25th day of July, 1996, by LUISA N. MOSQUERA.



Notary Public,
State of Florida

Bibi Bogdan Robinson



BIBI BOGDAN ROBINSON
COMMISSION # CC 332521
EXPIRES NOV 28, 1997
Atlantic Bonding Co., Inc.
800-732-2245

Personally Known ☒ OR Produced Identification
Type of Identification Produced _____

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

96 JUL 31 AM 9:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that UNIVERSAL SOURCE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1881 Washington Avenue, #11H, Miami Beach, Florida, 33139, has named Luisa N. Mosquera, located at 1801 Washington Avenue, #11H, Miami Beach, Florida, 33139, as its agent to accept service of process within Florida.

Dated: JULY 25, 1996


LUISA N. MOSQUERA
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


LUISA N. MOSQUERA
Registered Agent