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A PROFESSIONAL ASSOCIATION

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October 29, 1996

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Mr. John Hall
Hall's Air Freight
P.O. Box 6332
Tallahassee, Florida 32314

Re: Total Well-Being, Inc.

Dear John:

Enclosed please find original and counterpart of Articles of Incorporation of Total Well-Being, Inc. for filing with the Secretary of State, together with our check in the amount of \$122.50.

Please file the above, obtain a certified copy and return to the undersigned via U.S. Mail.

Thank you for your assistance. If you have any questions or comments, please do not hesitate to contact me or my secretary, Cathy.

Sincerely yours,

Gene H. Godbold
Gene H. Godbold

GHG:cah
Encls.

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DIVISION OF CORPORATIONS
FILED
96 OCT 31 PM 4 19
TALLAHASSEE, FLORIDA

John Hall
6816619

ARTICLES OF INCORPORATION
OF
TOTAL WELL-BEING, INC.

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The undersigned, acting as incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the Corporation shall be TOTAL WELL-BEING, INC.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 1251 Woodmere Drive, Winter Park, Florida 32789.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1251 Woodmere Drive, Winter Park, Florida 32789. The name of the initial registered agent of the Corporation at the registered office shall be Debra Hudson Colman.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one (1) person. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Debra Hudson Colman	1251 Woodmere Drive Winter Park, Florida 32789

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

Debra Hudson Colman
1251 Woodmere Drive
Winter Park, Florida 32789

ARTICLE IX

Preemptive Rights

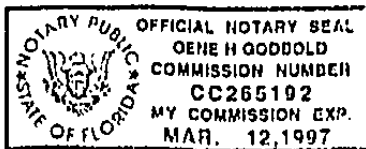
The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in Florida Statutes §607.0630.

Executed this 29th day of October, 1996.


DEBRA HUDSON COLMAN, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

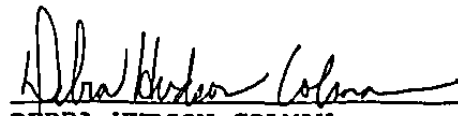
The foregoing instrument was acknowledged before me this 29th day of October, 1996, by DEBRA HUDSON COLMAN [✓] who is personally known to me or [] has produced _____ as identification.




NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.


DEBRA HUDSON COLMAN
Registered Agent
Date: 10-29-96

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TAMPA