

# 96000100866

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: GES Healthy Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	900002028589-7	12/13/96-01009-031
<input type="checkbox"/> Annual Report/Reinstatement	***122.50	***122.50
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Fils	96	FILED
<input type="checkbox"/> UCC 11 Search	DEF	
<input type="checkbox"/> UCC 11 Retrieval	3	
<input type="checkbox"/> File No.'s, Copies	FM	
<input type="checkbox"/> Courier Service	2108	FILED
<input type="checkbox"/> Shipping/Handling	FL	
<input type="checkbox"/> Phone ( )	STATE	
<input type="checkbox"/> Top Priority	FLORIDA	
<input type="checkbox"/> Express Mail Prep.	DIS	
<input type="checkbox"/> FAX ( ) pgs.	96 TFC 13	RECEIVED
<b>SUBTOTALS</b>		
Fee	\$ 0.00	RECEIVED
DISBURSED	\$ 0.00	RECEIVED
SURCHARGE	\$ 0.00	RECEIVED
TAX on corporate supplies	\$ 19.00	RECEIVED
SUBTOTAL	\$ 19.00	RECEIVED
PREPAID	\$ 0.00	RECEIVED
BALANCE DUE	\$ 0.00	RECEIVED

REQUEST TAKEN CONFIRMED APPROVED  
 DATE \_\_\_\_\_  
 TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
 BY DJN \_\_\_\_\_

WALK-IN 12/13 12:00  
 WILL PICK UP 12/13 12:00

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 14% per Annum.

THANK YOU  
 from  
 Your Capital Connection

*nc 12/13/96*

FILED

96 DEC 13 PM 2:68

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
A & S REALTY, INC.

WE, the undersigned, do hereby incorporate ourselves for the purpose  
of becoming a corporation for profit under Florida law.

ARTICLE I

The name of the corporation is A & S REALTY, INC..

ARTICLE II

This corporation may acquire, manage, exchange, transfer, and convey  
real estate; acquire and sell mortgages; and conduct any and all types of  
investment activities related thereto. The corporation may also conduct  
any other related activities and enterprises not prohibited by law.

ARTICLE III

The aggregate number of shares which this corporation may issue is  
Ten Thousand (10,000), all of which shall be common shares with a par value  
of One Dollar (\$1.00) per share. Each shareholder has full preemptive rights  
to purchase shares held or owned by other shareholders of the corporation.  
Each shareholder of any class of stock of this corporation has full preemptive  
rights to purchase any unissued shares of the corporation.

Each shareholder of any class of stock of this corporation shall also  
be entitled to full preemptive rights to purchase any corporate securities  
carrying rights of subscription to and/or acquisition of, any unissued or  
treasury shares.

ARTICLE IV

The business of the corporation shall be managed by the Board of  
Directors.

The names and addresses of the initial Board of Directors are:

ARNOLD BERNSTEIN  
2112 Constitution Boulevard  
Sarasota, Florida 34276

SHELLY BLOOM  
5168 WATERFORD  
Boca Raton, Florida

ARTICLE V.

This corporation will have perpetual existence.

ARTICLE VI

The business office of the corporation is: 2112 Constitution Boulevard, Sarasota, Florida 34276. The registered agent is: ARNOLD BERNSTEIN. The registered office of the corporation is: 2112 Constitution Boulevard, Sarasota, Florida 34276.

ARTICLE VII

The mailing address of the corporation is: P.O. Box 20589, Sarasota, Florida 34276.

ARTICLE VIII

The corporation's legal existence will begin on the first day it is legally qualified to transact business in Florida.

ARTICLE IX

The corporation may indemnify any officer, agent, or other representative, when reasonable, the fullest extent permitted by law.

ARTICLE X

The names and addresses of the incorporators are:

ARNOLD BERNSTEIN  
c/o 2112 Constitution Boulevard  
Sarasota, Florida 34276

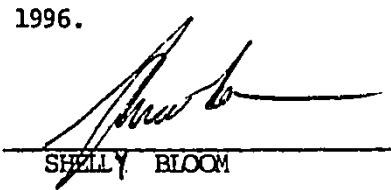
SHELLY BLOOM  
5168 WATERFORD  
Boca Raton, Florida

3.

WE HAVE SUBSCRIBED our names to these Articles of Incorporation for the purposes expressed herein, this 1 of December, 1996.



ARNOLD BERNSTEIN

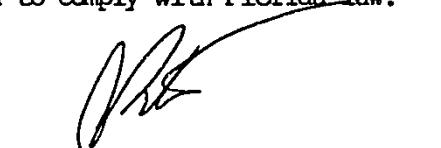


SHELLY BLOOM

A & S REALTY, INC., establishing its registered office at 2112 Constitution Boulevard, Sarasota, Florida 34276, has named ARNOLD BERNSTEIN, 2112 Constitution Boulevard, Sarasota, Florida 34276, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation at the location herein designated, I hereby agree to act as registered agent and to comply with Florida law.



ARNOLD BERNSTEIN

96 DEC 13 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED