

P9700005991
LAW OFFICES OF
JOSEPH BRIEN, P.A.
THE HARRISON ARCADE
1909 HARRISON STREET, SUITE 212
HOLLYWOOD, FLORIDA 33020

TELEPHONE (954) 923-9233
FACSIMILE (954) 923-0330

FILED

97 JAN 15 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 13, 1997

DIVISION OF CORP. - NEW FILINGS
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32301

RE: **Advanced Satellite & Audio Video Systems, Inc.**

Dear Division of Incorporations:

Enclosed please find Articles of Incorporation for **Advanced Satellite & Audio Video Systems, Inc.**, along with a check in the amount of \$122.50 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,

Joseph Brien
Joseph Brien
Attorney At Law

000002059550--0
-01/15/97--01101--008
****122.50 ****122.50

1/22/97

Articles of Incorporation

FILED

Advanced Satellite & Audio Video Systems, Inc.

A FLORIDA CORPORATION

97 JAN 15 AM 10:17
TALLAHASSEE, FLORIDA

1. The name of the corporation is: **Advanced Satellite & Audio Video Systems, Inc.**
2. The purpose for which this corporation is organized is to **conduct any business considered legal in the United States, Florida and any other State.**
3. The principal place of business and mailing address of the corporation is:

1816 Harrison Street, Suite 15, Hollywood, Florida 33020.
4. The corporation shall have the authority to issue **one million (1,000,000)** shares of common stock, in one class only, each with a par value of **\$0.001.**
5. The registered agent of the corporation is **Jeffrey Parady** the registered address **1816 Harrison Street, Suite 15, Hollywood, Florida 33020.**
6. The initial Board of Directors shall have **two (2)** member whose name and address is as follows:

Jeffrey P. Parady, 1816 Harrison Street, Suite 15, Hollywood, Florida.

Christopher Nickolopoulos, 1816 Harrison Street, Suite 15, Hollywood, Florida.

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

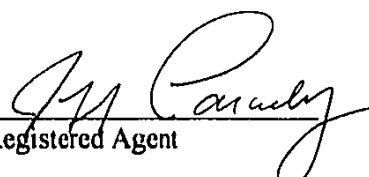
7. The incorporator of this corporation is **Jeffrey P. Parady** whose address is **1816 Harrison Street, Suite 15, Hollywood, Florida 33020.**

Dated 1/13/97


Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated 1/13/97


Registered Agent

P97000005992



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 227673 81413A

AUTHORIZATION :

COST LIMIT : \$ 122.50 PPD

ORDER DATE : January 20, 1997

ORDER TIME : 11:19 AM

ORDER NO. : 227673-005

CUSTOMER NO: 81413A

CUSTOMER: David K. Deitrich, Esq
DEITRICH & ST. PAUL, PA

Riverview Center, Suite 350
1111 Third Avenue West
Bradenton, FL 34205

300002062703--7
-01/21/97--01003--025
***122.50 ***122.50

DOMESTIC FILING

NAME: STEHLE WELLNESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED
97 JAN 21 AM 10:05
TALLAHASSEE, FLORIDA
SEC. OF STATE

RECEIVED
91 JAN 21 11:00 AM
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA

KL
1-22-97

ARTICLES OF INCORPORATION
OF
STEHLE WELLNESS, INC.

97 JAN 21 AM 10:05
FILED
SECRET
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I.
NAME.

The name of the corporation is STEHLE WELLNESS, INC.

ARTICLE II.
PRINCIPAL OFFICE AND MAILING ADDRESS.

The mailing address of the corporation is 1412 Shirley Drive, Lakeland, FL 33809. The address of the principal office is 1412 Shirley Drive, Lakeland, FL 33809.

ARTICLE III.
CAPITAL STOCK.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with a par value of \$1.00 per share. The authorized shares of this corporation shall consist of one class of common stock only.

ARTICLE IV.
PREEMPTIVE RIGHTS.

The corporation elects to have preemptive rights.

ARTICLE V.
INITIAL REGISTERED AGENT AND OFFICE.

The initial registered office of the corporation is located at 1412 Shirley Drive, Lakeland, FL 33809. The initial registered agent at such office is Eric Stehle. The registered office and registered agent may be changed from time to time by the Board of Directors as authorized by law.

ARTICLE VI.
INCORPORATOR.

The name and address of the incorporator is as follows:

Eric Stehle
1412 Shirley Drive
Lakeland, FL 33809

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16 day of January, 1997.


Eric Stehle

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Eric Stehle, hereby accepts appointment as Registered Agent of the above corporation and acknowledges he is familiar with, and accepts the obligations of, the position of Registered Agent in accordance with and as required by the laws of Florida, including but not necessarily limited to the requirements of the Florida Business Corporation Act.

Dated January 16, 1997.


Eric Stehle

FILED
97 JAN 21 AM 10:05
SEC. OF STATE
TALLAHASSEE, FLORIDA