

P97000008883

FAMILY LEGAL CENTERS

OF CHAWK & ASSOCIATES, P.A.

Attorneys at Law

P.O. BOX 8209
LAKELAND, FL 33802-8209

(941) 686 8151
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January 23, 1997

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32214

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01/24/97--01045--0006

*****131.25 *****131.25

Re: FAMILY HYPNOSIS CENTERS, INC.

Dear Staff:

Enclosed please find Articles of Incorporation for the subject corporation and our check in the amount of \$131.25 to cover the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$52.50 Certified Copy
\$ 8.75 Certificate Under Seal

We have also enclosed your letter dated January 10, 1997 reserving the name for 120 days. We would appreciate your filing these Articles, certifying them as the Articles of Incorporation.

Sincerely,



Sandra Kay Collins, Secretary to
THOMAS JOEL CHAWK, ESQ.

enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 24 PM 3:12

1/29/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 24 PM 3: 12

January 10, 1997

GARY A. STONEKING
8606 PURVIS ROAD
LITHIA, FL 33547

The name FAMILY HYPNOSIS CENTERS, INC. has been reserved for 120 days beginning January 10, 1997. The reservation number is R97000000115 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 897A00001345

EFFECTIVE DATE

1/23/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 24 PM 3:12

ARTICLES OF INCORPORATION
OF ~~4~~

FAMILY HYPNOSIS CENTERS, INC.

I, the undersigned, hereby organize for the purposes of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporations for profit.

ARTICLE I - NAME

The name of the Corporation will be:

FAMILY HYPNOSIS CENTERS, INC.

ARTICLE II - DURATION

This Corporation will exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which should be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

8606 Purvis Rd., Lithia, Florida 33547

The name of the initial registered agent of this Corporation at that address is:

GARY A. STONEKING

ARTICLE VII

This Corporation will have three (1) director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it will never be less than one.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors are as follows:

GARY A. STONEKING, 8606 Purvis Rd., Lithia, FL 33547

ARTICLE XI - INCORPORATORS

The names and addresses of the initial subscribers signing these Articles are as follows:

GARY A. STONEKING, 8606 Purvis Rd., Lithia, FL 33547

ARTICLE X - BYLAWS

The powers to adopt, alter, amend or repeal bylaws will be vested in the Board of Directors and the Shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this Corporation will be issued initially to the following persons in the amounts set opposite their names:

GARY A. STONEKING, 100 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold will be further specified by written agreement among all of the shareholders and this Corporation.

ARTICLE XII - ADOPTION OF BYLAWS

A special meeting of the subscribers or their assigns shall be held, upon the call of the president, for the purpose of completing the organization of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provision and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF I have hereunto subscribed my name and
affixed my seal to these Articles of Incorporation, on this 23rd
day of January, 1997.


GARY A. STONEKING

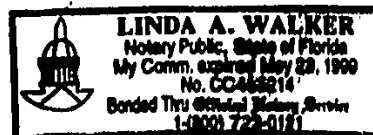
STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared
GARY A. STONEKING, who, being first duly sworn, deposes and says
that he is the individual described in and who executed the
foregoing Articles of Incorporation and acknowledged before me that
he executed same for the purpose therein expressed.

WITNESS my hand and official seal in the above named Court and
State this 23rd day of January, 1997.


NOTARY PUBLIC/STATE OF FLORIDA
LINDA A. WALKER

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICES OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 24 PM 3:12

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted.

FAMILY HYPNOSIS CENTERS, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of Incorporation at 8606 Purvis Rd., Lithia, FL 33547, Hillsborough County, has named: **GARY A. STONEKING**, at that address, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


GARY A. STONEKING