

P97000016972

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-02/19/97-01060-009
****131.25 ****131.25

SUBJECT: THE HEALTHY SPOT, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JAIME J. COSTA
Name (Printed or typed)

8330 N.W. 168TH STREET
Address

MIAMI LAKES, FL 33016
City, State & Zip

(305) 819-23-93
Daytime Telephone number

97 FEB 19 AM 10:51
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

CL (2/24/97)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS

January 31, 1997

JAIME J. COSTA
8330 N.W. 168TH ST.
MIAMI LAKES, FL 33016-3467

The name THE HEALTHY SPOT, INC. has been reserved for 120 days beginning January 31, 1997. The reservation number is R97000000487 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

Tammy Hampton

Letter number: 497A00005072

ARTICLES OF INCORPORATION
OF

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THE HEALTHY SPOT, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the Following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be:

THE HEALTHY SPOT, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz.:

- a. Marketing and
- b. To conduct and operate any and all other kind of business or affairs authorized by the laws of the State of Florida and of the United States of America.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall be 100 shares, having NO par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be no less than \$500.00

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be at 8330 N.W. 168th Street, Miami Lakes, FL 33016, with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than 1 and no more than 5. The number of directors may be increased or diminished, from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

DIRECTORS

The names and post office addresses of the First Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME

ADDRESS

Jaime Javier Costa

8330 N.W. 168th Street
Miami Lakes, FL 33016

ARTICLE IX

SUBSCRIBERS

The names and addresses of the initial subscribers signing these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefor is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Jaime Javier Costa	8330 N.W. 168th Street Miami Lakes, FL 33016	50	\$500.00

ARTICLE X

AMENDMENT OF ARTICLES

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate by-laws, so long as same does not conflict with the Florida Statutes.

ARTICLE XI

REGISTERED AGENT

The name and address of the initial registered agent of the Corporation shall be:

Jaime J. Costa
8330 N.W. 168th Street
Miami Lakes, FL 33016

ARTICLE XII

OFFICERS

The names and addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>POSITION</u>
Jaime Javier Costa	8330 N.W. 168th Street Miami Lakes, FL 33016	President/Treasurer

Ana Maria Bonaduce-Costa 8330 N.W. 168th Street
Miami Lakes, FL 33016

Vice-President/Secretary

IN WITNESS WHEREOF, WE the undersigned, being each of the original subscribers to the capital stock herein above named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares herein above set forth, and hereunto set our hands and seal, this 1st day of February, 1997.

A handwritten signature in black ink, appearing to read "Ana Maria Bonaduce-Costa", is written over a horizontal line. The signature is cursive and somewhat stylized.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISION OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **THE HEALTHY SPOT, INC.**
2. The name and address of the registered agent and office are:

**Jaime J. Costa
8330 N.W. 168th Street
Miami Lakes, FL 33016**

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.



February 1, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314