

LAW OFFICES
ROBERT L. KING, ATTORNEY-AT-LAW
2101 NORTH ANDREWS AVENUE, SUITE 200
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(954) 561-5808

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 11 AM 9:21

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July 9, 1997

The Honorable Sandra B. Mortham
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of The Healthy High Company

Dear Madam:

Enclosed are the original and one duplicate copy of the Articles of Incorporation of this proposed corporation. The duplicate copy has been executed and acknowledged by the Incorporator in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify it, and return same to my office in the enclosed envelope.

A check in the amount of \$122.50 is enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Incorporation, and the \$35.00 for filing the designation of registered agent.

Very truly yours,)

Robert L. King
ROBERT L. KING

RLK/ibm
Enclosures
wpwin/corp/foerstl/

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7-14-97

ARTICLES OF INCORPORATION
OF
THE HEALTHY HIGH COMPANY

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is The Healthy High Company.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 20,000,000 shares of \$.001 par value common stock.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered office of this corporation is 2101 N. Andrews Avenue, Suite 200, Wilton Manors, Florida 33311, and the name of the initial registered agent of this corporation at that address is Robert L. King.

ARTICLE VI - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2508 N. Bay Drive, Apt. 1, Pompano Beach, Florida 33062.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is George J. Foerst, 2508 N. Bay Drive, Apt. 1, Pompano Beach, Florida 33062.

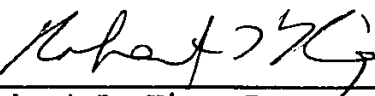
ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Robert L. King, 2101 N. Andrews Avenue, Suite 200, Wilton Manors, Florida 33311.

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 9th day of July, 1997.



Robert L. King, Incorporator

STATE OF FLORIDA)
 :
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 9th day of July, 1997, by Robert L. King, (X) who is personally known to me or () who has produced _____ as identification.

NOTARY PUBLIC:

Sign

Sharon M. English

Print Sharon M. English

Notary Public, State of Florida
at Large

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THE HEALTHY HIGH COMPANY, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Pompano Beach, state of Florida, has named Robert L. King, located at 2101 N. Andrews Avenue, Suite 200, Wilton Manors, Florida 33311, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ROBERT L. KING

Dated: July 9, 1997

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