

P970000073243

2903 Calumet DR.
Orlando, FL.32810

August 21st, 1997

The Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL. 23314

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Dear Sir/Madam:

Enclosed are two (2) originals of the Articles of
Incorporation of Captain John's, Inc. and the appointment
of a Registered Agent for filing purposes.

Also enclosed is a check in the amount of \$122.50 to
cover charter fee, filing fees and the cost of a certify
copy of the Article. Please send certify copy to me at
the above address.

Thanks for your prompt attention to the matter.

Sincerely yours,


Roberto Carrillo

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91 AUG 22 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE OF INCORPORATION

STATE
TALLAHASSEE, FLORIDA

OF

PROSPERITY & HEALTH, INC.

The UNDERSIGNED, natural person(s) of legal age, acting as incorporator(s) of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE 1 - NAME

The name of the corporation is PROSPERITY & HEALTH, INC.

ARTICLE 11 - DURATION

The period of its duration is perpetual.

ARTICLE 111 - NATURE OF BUSINESS

The purpose(s) for which this corporation is organized are: "To operate a Network Marketing System and Natural Food products" "And any other lawful business activity for which corporation may be incorporated under chapter 607 of the Florida Statutes."

ARTICLE 1V - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock having a par value of \$1.00 each.

Stated Capital: The sum of the value of all shares of common stock of the corporation, outstanding at any particular time, shall be the capital of the corporation.

No Classes of Stocks: The shares of the corporation are not to be divided into classes.

No shares in series: The corporation is not authorized to issue shares in series.

Cumulative Voting: Cumulative voting of shares is not authorized.

Preemptive Rights: There are no provisions limiting or denying to shareholders preemptive right to acquire additional or treasury shares of the corporation.

ARTICLE V - REGULATION OF INTERNAL AFFAIRS

The internal affairs of the corporation are governed by the "BY-LAWS" which shall be established and approved by a majority of the directors at the First Meeting of the Board of Directors.

ARTICLE V1 - REGISTERED OFFICE, MAILING ADDRESS AND AGENT

director until the first meeting of shareholders or until their successor is elected and qualify is:

Roberto Carrillo

2903 Calumet Dr.
Orlando, FL 32810

ARTICLE V111 - INCORPORATORS

The name and address of the initial incorporator is as follows.

Roberto Carrillo

2903 Calumet Dr.
Orlando, FL. 32810

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orlando, Florida on the 21st day of August, 1997.

Signed:


Roberto Carrillo

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, THE undersigned authority, personally appeared Roberto Carrillo who did take an oath this 21st day of August, 1997 and she is to me ✓ personally known to be the person described in and who subscribed to the above Article of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed to the same for the uses and purposes therein mentioned at the set forth.

IN WITNESS THEREOF, I have here unto set my hand and official seal at Orlando, Florida in said county and state this 21st day of August, 1997.



Egbert R. Chambers
My Commission CC631926
Expires March 25, 2001


Egbert R. Chambers, Notary Public

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

In pursuance of Chapter 48.091, Florida Statutes the following is submitted in compliance with said act. Prosperity & Health, Inc., a corporation for profit, desiring to organize under the laws of the state of Florida with its principal office, as indicated in these Articles of Incorporation, 2903 Calumet Dr., in the City of Orlando, County of Orange and the State of Florida, has named Roberto Carrillo as its registered agent.

Having been named to accept service of process for the

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: COTTIMER, CORP.

AUDIT NUMBER.....H97000013946

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

OF

COTIMER, CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

COTIMER, CORP.

The principal place of business of this corporation shall be:

6800 N.W. 36th Avenue
Miami, Florida 33147

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

This instrument was prepared by:
Carmen Roque, Attorney at Law
2525 S.W. 3rd Avenue, Suite 304
Miami, Florida 33129 (305) 935-6646
FB#0285110

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ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until the successor(s) is (are) elected, is :

Carlos E. Albir President/Secretary/Treasurer/Director
6800 N.W. 36th Avenue
Miami, Florida 33147

ARTICLE VI INCORPORATOR

The name and street address of the Incorporator to these articles of incorporation is:

Carlos E. Albir
6800 N.W. 36th Avenue
Miami, FL 33147

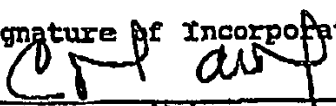
ARTICLE VII REGISTERED AGENT

The name and street address of the Registered Agent to these articles of incorporation is:

Carlos E. Albir
6800 N.W. 36th Avenue
Miami, FL 33147

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of August, 1997.

Signature of Incorporator



Carlos E. Albir

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared Carlos E. Albir, to me known to be the person described above as subscriber in and who, after being duly sworn, executed the foregoing described Articles

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of Incorporation, and he acknowledged before me that she
subscribed her name hereto for the purposes therein expressed.

Witness my hand and official seal at Miami, Dade County, Florida,
this 22nd day of August, 1997,

Maria I. Marin
Notary Public

Maria I. Marin
Printed Name

(SEAL)

My Commission Expires:



Maria I. Marin
MY COMMISSION # 00670100 EXPIRES
August 7, 2001
CORDED THERE TOY FIRM RECORDING, INC.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

HAVING BEEN DESIGNATED AS THE REGISTERED AGENT FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VII
HEREINABOVE, 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, AND
I ACCEPT THE DUTIES AND OBLIGATIONS OF THE POSITION OF REGISTERED
AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE Carlos E. Albir DATE 8/22/97
Carlos E. Albir (Registered Agent)

97 AUG 25 AM 8:33
TALLAHASSEE, FLORIDA

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