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TRANSMITTAL LETTER

12/29/97

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-12/31/97-01092-010
*****70.00 *****70.00

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

SUBJECT: YOGA Live, inc.

I enclose an original and _____ copy(ies) of the
Articles of Incorporation for the above corporation and a
check in the amount of \$ 70.00.

Amy J Baird

From:

Name

Address

City

State

Zip

Telephone Number

Amy J. Baird
915 Michigan Avenue
Palm Harbor, FL 34683
(813) 787-9291

FILED
97 DEC 31 AM 9:06
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

BB, 1/5/98

ARTICLES OF INCORPORATION

OF

YOGA live, inc.

ARTICLE I NAME

The name of the corporation shall be:

YOGA live, inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

915 Michigan Avenue
Palm Harbor, FL 34683

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

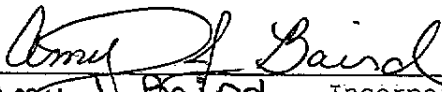
Amy J. Baird
915 Michigan Avenue
Palm Harbor, FL 34683

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation is:

Amy J. Baird
915 Michigan Avenue
Palm Harbor, FL 34683

The undersigned has executed these Articles of Incorporation
this 29th day of December 1997.


Amy J. Baird, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions 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:

YOGALive, inc.

2. The name and address of the registered agent and office is:

Amy J. Baird

915 Michigan Avenue

Palm Harbor, FL 34683

Signature: Amy J Baird

Title: Incorporator

Date: 12/29/97

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.

Signature: Amy J Baird

Date: 12/29/97

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

97 DEC 31 AM 9:06

FILED