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February 2, 1998
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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/05/98-01049-013
****122.50 ****122.50

RE: PERSONAL BEST HEALTH MANAGEMENT, INC.

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation for the above-referenced corporation. Please file these articles and provide me with the corporate charter number. Also enclosed is a check in the amount of \$122.50 representing the filing fee.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Monica Sierra

MONICA L. SIERRA

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -5 AM 8:48

RP
02-06-98

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

98 FEB -5 AM 8:48

PERSONAL BEST HEALTH MANAGEMENT, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, Paul Frizelle, hereby form a Corporation, under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

PERSONAL BEST HEALTH MANAGEMENT, INC.

The principal place of business of this Corporation shall be:

2802 West Cleveland Street
Tampa, FL 33609

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 States, the State of Florida, or any other State, Country, Territory or Nation. The specific purpose of this Corporation shall be to promote healthy quality of living and personal well-being and related services.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 2802 West Cleveland Street, Tampa, Florida 33609, and the name of the initial Registered Agent of the Corporation at that address is: Paul Frizelle.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have three directors initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Paul Frizelle	2802 W. Cleveland Street, Tampa, Florida 33609

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

<u>OFFICER</u>	<u>ADDRESS</u>
President: Paul Frizelle	2802 W. Cleveland Street, Tampa, Florida 33609
Secretary: Paul Frizelle	2802 W. Cleveland Street, Tampa, Florida 33609
Treasurer: Paul Frizelle	2802 W. Cleveland Street, Tampa, Florida 33609

ARTICLE XI. SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
Paul Frizelle	2802 W. Cleveland St., Tampa, FL 33606	100

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this

3rd day of February, 1998.



PAUL FRIZELLE (SEAL)

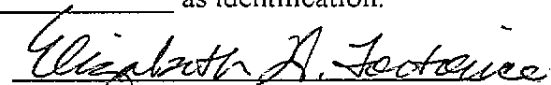
I Hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Paul Frizelle, Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

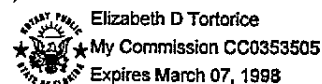
The foregoing instrument was subscribed to before me on this 3rd day of February, 1998, by PAUL FRIZELLE as incorporator and Register Agent, who is personally known to me or who presented _____ as identification.



NOTARY PUBLIC

Elizabeth D. Tortorice
(Name of Notary typed, printed
or stamped)

(SEAL)



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