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Costin and Costin

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PORT ST. JOE, FLORIDA 32456
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Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

April 27, 1998

Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

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***122.50 ***122.50

RE: SLENDER YOU INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00	- filing fee
52.50	- certified copy
<u>35.00</u>	- registered agent designation
\$122.50	

Sincerely,

Candice D. Bridges
Candice D. Bridges
Legal Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Enclosures

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WS

ARTICLES OF INCORPORATION
OF

SLENDER YOU INTERNATIONAL, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "SLENDER YOU INTERNATIONAL, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence, commencing on May 1st, 1998.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is that of manufacturing, promoting, distributing and selling health care products and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the

power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The address of the initial registered office of this corporation is 112 Las Brisas Way, Eastpoint, Florida 32328. The name of the initial registered agent of this corporation will be Charles A. Costin, Esquire, at 413 Williams Avenue, Port St. Joe, Florida 32456. The principal office address of this corporation is 112 Las Brisas Way, Eastpoint, Florida 32328.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have three (3) directors initially. The executive positions (officers) of the directors are set forth hereinbelow and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The name and address of the initial directors and officers are:

Robert E. Clark
112 Las Brisas Way
Eastpoint, Florida 32328

President

Dianne K. Clark
112 Las Brisas Way
Eastpoint, Florida 32328

Vice-President/Secretary

John Blackburn
235 South Maitland Avenue
Maitland, Florida 32751

Treasurer

ARTICLE VII Incorporators

The names and addresses of the incorporators signing these articles are:

Robert E. Clark
112 Las Brisas Way
Eastpoint, Florida 32328

Dianne K. Clark
112 Las Brisas Way
Eastpoint, Florida 32328

ARTICLE VIII By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Robert E. Clark and Dianne K. Clark 1000 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 17th day of February, 1998.

SLENDER YOU INTERNATIONAL, INC.

By: 
ROBERT E. CLARK, Incorporator

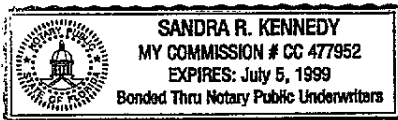
By: 
DIANNE K. CLARK, Incorporator

State of Florida
County of Gulf

BE IT REMEMBERED that on this 17th day of February, 1998, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared ROBERT E. CLARK and DIANNE K. CLARK, who is personally known to me or who produced VALID TENNESSEE DRIVERS LICENSES as identification, the incorporators signing the articles in the above corporation and they acknowledged before

me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that they desires to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



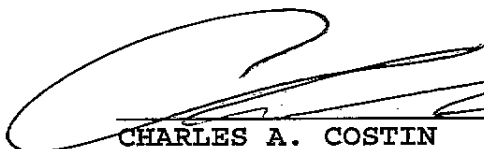
Sandra R. Kennedy
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that **SLENDER YOU INTERNATIONAL, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Eastpoint, Franklin County, Florida, has named **CHARLES A. COSTIN, ESQUIRE**, 413 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


CHARLES A. COSTIN
Registered Agent
413 Williams Avenue
Port St. Joe, Florida 32456

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