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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Pure Potential Enterprises Inc.

FILED
98 MAY 27 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk In
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- ARTICLES ONLY
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P. Hall
MAY 27 1998
4

Ordered By: _____

Date: _____

ARTICLES OF INCORPORATION
OF
PURE POTENTIAL ENTERPRISES, INC.

FILED

MAY 27 PM 3:19

The undersigned subscriber hereby files these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of forming a corporation for profit in accordance with the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE
NAME AND MAILING ADDRESS OF CORPORATION

The name of this corporation is Pure Potential Enterprises, Inc. (the "Corporation"). The mailing address of the Corporation is 6249 18th Avenue North, St. Petersburg, FL 33710.

ARTICLE TWO
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$0.10 par value common stock.

ARTICLE THREE
CORPORATE EXISTENCE AND DURATION

The Corporation shall exist in perpetuity commencing on May 27, 1998.

ARTICLE FOUR
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation 166 20th Avenue S.E., St. Petersburg, FL 33705-2814, and the initial registered agent is John Burnett. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida and may, from time to time, change the registered agent of the Corporation.

ARTICLE FIVE
NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator is John Burnett, 166 20th Avenue S.E., St. Petersburg, FL 33705-2814.

ARTICLE SIX
AMENDMENT

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

Articles of Incorporation
Pure Potential Enterprises, Inc.
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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of May, 1998.

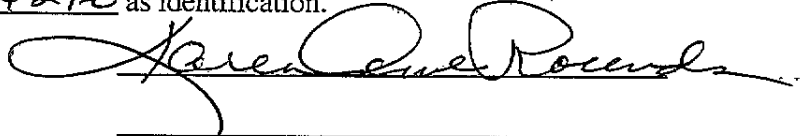


John Burnett
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 26th day of May, 1998, by John Burnett, who is: () personally known to me; or (X) has produced FL. Dr. h. B6 53477544290 as identification.

My commission expires:



Notary Public - State of Florida



Articles of Incorporation
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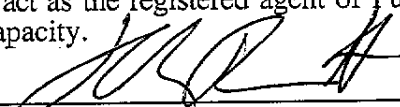
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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John Burnett, having been designated to act as the registered agent of Pure Potential Enterprises, Inc., hereby agrees to act in that capacity.



John Burnett