

P9 8000065769

BRENDA D. DICKINSON

1429 Highland Dr.
Tallahassee, Florida 32311

98 JUL 27 PM 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 17, 1998

EFFECTIVE DATE

8-1-98

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002599984--4
-07/28/98--01001--022
****122.50 ****122.50

RE: Living Well, Inc.

Dear Sir/Madam:

Please find enclosed original Articles of Incorporation and my check for \$122.50 to cover the following for the above-referenced corporation:

Filing fees	\$35.00
Certified copy	52.50
Registered Agent designation	35.00

Thank you.

Sincerely,

BRENDA D. DICKINSON

Enclosure

Brenda Dickinson GAVE
AUTHORIZATION BY PHONE TO
CORRECT *add effective date*
DATE *to Article I*
DO NOT SIGN *BT*

P. Hall

JUL 27 1998

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUL 27 PM 4: 12

ARTICLES OF INCORPORATION
OF
LIVING WELL, INC.

FILED

98 JUL 27 PM 4:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

EFFECTIVE DATE

The name of the corporation is: LIVING WELL, INC.

8-1-98

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 750 shares of common stock with a par value of \$10.00 a share. The Board of Directors may dispose of the authorized but unissued stock from time to time.

ARTICLE V - PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - RESTRICTIONS ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during the business hours.

ARTICLE VII - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 1429 Highland Dr., Tallahassee, FL, 32311, and the name of the initial registered agent at such address is Brenda D. Dickinson.

ARTICLE VIII - DIRECTORS

This corporation shall have two directors initially. The number shall be fixed by the by-laws and may be changed from time to time. The name and address of each member of the first board of directors is:

Brenda D. Dickinson
1429 Highland Dr.
Tallahassee, FL 32311

Mark C. Dickinson
1429 Highland Dr.
Tallahassee, FL 32311

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is: Brenda D. Dickinson, 1429 Highland Dr., Tallahassee, FL, 32311.

ARTICLE X - COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence as of August 1, 1998.

ARTICLE XI - PRINCIPAL OFFICE & MAILING ADDRESS OF CORPORATION

The Corporation's principal office is located at 1429

Highland Drive, Tallahassee, FL, 32311. The mailing address of the Corporation is 1429 Highland Dr., Tallahassee, FL, 32311.

IN WITNESS WHEREOF, the Incorporator has subscribed her name this 27 day of July, 1998.

Brenda D. Dickinson
BRENDA D. DICKINSON

STATE OF FLORIDA
COUNTY OF SARASOTA

SWORN TO and subscribed before me this 27th day of July, 1998, by BRENDA D. DICKINSON, who is personally known to me or who has produced is personally known to me as identification.

Gloria W. Priest
Notary Public

My Commission Expires:



Gloria W. Priest
MY COMMISSION # CC579016 EXPIRES
September 4, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE

HAVING been named as registered agent for LIVING WELL, INC., at the place designated in the foregoing Articles of Incorporation, 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.

DATED this 27 day of July, 1998.

Brenda D. Dickinson
BRENDA D. DICKINSON

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TALLAHASSEE, FLORIDA