

ACCOUNTING OFFICE OF
Robert C. Cohen, P.A.

301 S. Milwee Street
Longwood, FL 32750

Telephone (407) 260-1144
Telefax (407) 331-3431

P980000068946

July 27, 1998

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

400002605954-9
-08/03/98-D1113-D14-9
****122.50 ****122.50

Re: The Wellness Institute of Central Florida, Inc.

Dear Sir:

of Central Florida

Enclosed please find the Articles of Incorporation of The Wellness Institute, Inc. and a check in the amount of \$122.50 for the fees which include a certified copy.

Thank you for your assistance.

Sincerely,

Robert C. Cohen

Robert C. Cohen

Enclosures

Robert C. GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Name
DATE 8-7-98
DOC. EXAM QN

FILED
98 AUG -3 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 8-7-98

ARTICLES OF INCORPORATION

OF

THE WELLNESS INSTITUTE of CENTRAL FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is THE WELLNESS INSTITUTE OF
CENTRAL FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing upon filing with the Secretary of State.

ARTICLE III - INITIAL MAILING ADDRESS

The initial mailing address of the corporation shall be 301 S. Milwee St. Longwood, Florida 32750. This address may be changed and a principal office established and/or relocated without amending these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is organized for the purposes of conducting any and all lawful business transactions in Florida, the United States and throughout the world.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting Common Stock having a Par Value of \$1 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 301 S. Milwee Street, Longwood, Florida 32750, and the name of the initial Registered Agent of this corporation is Robert C. Cohen.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names of the initial directors of this corporation are: Alisha L. Cohen, 625 Chelsea Road, Longwood, Florida 32750 and Linda Freeman, 1448 Newbridge Lane, Orlando, Florida 32825.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Robert C. Cohen, 301 S. Milwee Street, Longwood, Florida 32750.

FILED
98 AUG -3 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of The Wellness Institute of CENTRAL FLORIDA, INC.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

The shareholders of this corporation shall be, and are hereby vested with, preemptive rights as to their shareholdings in this corporation.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended at any time as provided for in the Bylaws as long as any amendments are approved by the holders of a majority of the voting Common Stock of the corporation, with each shareholder entitled to one vote per share held.

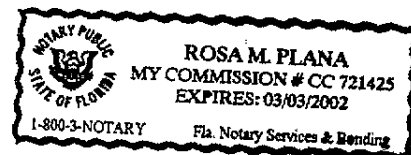
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of July, 1998

Robert C. Cohen
Robert C. Cohen
301 S. Milwee Street
Longwood, Florida 32750

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing Articles of Incorporation were acknowledged before me this 28 day of July, 1998 by Robert C. Cohen, who is personally known to me and who did (not) take an oath.

Rosa Plana
_____, Notary Public
My Commission Expires: _____



ACCEPTED BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent of THE WELLNESS INSTITUTE OF CENTRAL FLORIDA, INC. hereby accepts such appointment this 28 day of July and states that he is familiar with, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Robert C. Cohen
Robert C. Cohen