

8/7/98

P98000070479

Dear Division of Corporations Administrator:

Enclosed is the Articles of Incorporation for
Healing Scout Inc. along with check # 5185 in
the amount of \$ 122.50

FILED
98 AUG 10 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Filing Fees 35⁰⁰
Registered Agent Designation 35⁰⁰
Certified Copy 52⁵⁰
122⁵⁰)

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-08/10/98--01059--005
****122.50 ****122.50

Please return the Certified copies to the
Registered Agent at

Jeffrey P. Reich
9181 Bay Hill Bl
Orlando FL 32819

Thank you + Sincerely

Jeffrey P Reich

ARTICLES OF INCORPORATION
OF
HEALING SCENT, INC.

The undersigned, acting as sole incorporator, desiring to form a corporation, for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Healing Scent, Inc.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSES

The general purposes for which the corporation is organized shall be:

(1) To manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, ware, merchandise, real and personal property and services of every kind, class, and description.

(2) It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended; provided, however, that notwithstanding the generality of the foregoing, the corporation is not hereby authorized to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance, association, cooperative association, fraternal benefit society, state fair, or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of capital stock that the corporation is authorized to issue and have outstanding is ONE HUNDRED THOUSAND (100,000) shares, which shall be designated as Common Shares with a par value of one cent (\$.01) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE. PRINCIPAL PLACE OF
BUSINESS AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the State of Florida and the principal place of business for the corporation is 2120 Woodbridge Loop, Logwood, Florida 32779. The name of the initial registered agent of the corporation is Jeffrey P. Reich located at 9181 Bay Hill Blvd., Orlando, FL 32819.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be two.

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

<u>Name</u>	<u>Address</u>
Pamela McColloch	2120 Woodbridge Loop, Longwood FL 32779
Jeffrey P. Reich	9181 Bay Hill Blvd, Orlando FL 32819

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Jeffrey P. Reich	9181 Bay Hill Blvd., Orlando, FL 32819

ARTICLE VIII - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested in either the Board of Directors or the shareholders; provided, however, that no By-Law adopted by the shareholders may be altered, amended, or repealed by the Board of Directors; and provided, further, however, that only the shareholders may adopt a By-Law which fixes, increases, or decreased the number of directors of the corporation.

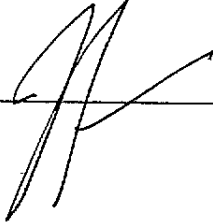
ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

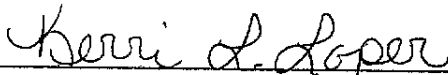
The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 1st day of August, 1998.



STATE OF FLORIDA)
)s.s.:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this ___th day of August, 1998.



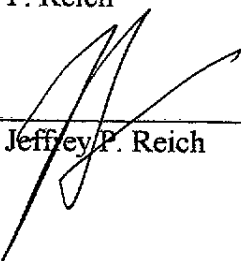
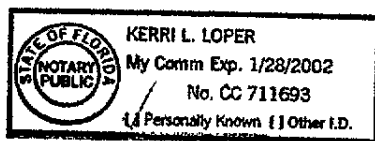
NOTARY PUBLIC

My Commission Expires 1-28-2002

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Jeffrey P. Reich, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that it is familiar with and accepts the obligation imposed pursuant to § 607.325 of the Florida General Corporation Act.

Jeffrey P. Reich


Jeffrey P. Reich

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