ARTHUR J. CAPPELLA
CERTIFIED PUBLIC ACCOUNTANT

TELEPHONE
(407) 732-3113

1100 S. FEDERAL HIGHWAY
BOYNTON BEACH, FL 33435

P98000073854

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

000002622320--6
-08/21/98--01048--005
****122.50 ****122.50

DEAR SIRS:

ENCLOSED, PLEASE FIND CHECK FOR $ 122.50 FOR INCORPORATING

HEALTH IN SPIRIT INC

WHEN COMPLETED PLEASE RETURN TO:

ARTHUR J CAPPELLA
CERTIFIED PUBLIC ACCOUNTANT
1100 SOUTH FEDERAL HWY
BOYNTON BEACH, FL 33435

THANKING YOU IN ADVANCE.

SINCERELY,

Arthur J Cappella

ARTHUR J CAPPELLA
CERTIFIED PUBLIC ACCOUNTANT

AJC/PT

FILED
98 AUG 21 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T.SMITH AUG 24 1998

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be:

Health in Spirit, Inc

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time if Five Hundred (500) Shares of common stock, of One Dollar ($1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than One Hundred ($100.00) Dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal Office of the Corporation shall be:

2418 Marathon Lane
Ft. Lauderdale, Broward County, FL 33312

The Board of Directors may from time to time move the principal office to any other address in Florida.

FILED
98 AUG 21 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 (one) Director(s) initially.

The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director(s) of this Corporation:

SUSAN Lynn Lapham
2418 MARAthon Lane
FT. LAUDERDALE, FL 33312

ARTICLE VIII, INCORPORATOR

The names and addresses of the Incorporators:

Susan Lynn Lapham
2418 Marathon Lane
Ft Lauderdale, FL 33312

ARTICLE IX, BY-LAWS

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

ARTICLE X, AMENDMENT

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

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, Susan Lynn Lapham located at

2418 Marathon Lane, Ft. Lauderdale, FL 33312

Accept this position as signed below: I hereby am familar with and accept the duties and responsibilities as registered agent for said corporation.

x Susan Lynn Lapham

The Registered Office Will Be At 2418 Marathon Lane

Ft. Lauderdale FL 33312

x Susan Lynn Lapham

M.W. Rathje

NOTARY PUBLIC STATE OF FLORIDA
M. W. RATHJE
COMMISSION # CC 567489
EXPIRES JUN 26, 2000
BONDED THRU
ATLANTIC BONDING CO., INC

FILED
98 AUG 21 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereinto set our hands and seals this ________________ day of ____________________________ for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Susan Lynn Lapham

____

SWORN TO AND SUBSCRIBED BEFORE ME

THIS Thirtieth DAY OF July 1998

M. W. Rathje
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA
M. W. RATHJE
COMMISSION # CC 557489
EXPIRES JUN 28, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.