

TRANSMITTAL LETTER

P98000079051

Department of State
Division of Corporations
P. O. 6327
Tallahassee, FL 32314

EFFECTIVE DATE
9-2-98

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-09/08/98--01118--019
****122.50 ****122.50

SUBJECT: Healthland Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Please return the photocopy to me with the filing date stamped on it.

FROM: Rocio de Rivera and Thomas Rodriguez
Name (printed or typed)

1040 Sandalwood Lane
Address

Weston, Florida 33326
City, State & Zip

(305) 992-0803
Daytime Telephone Number

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

Rocio GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles
DATE 9-14-98
DOC. EXAM unpm

EFFECTIVE DATE
9-2-98

ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together or form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is Healthland, Inc.

ARTICLE II. NATURE

The general nature of the business to be transacted by this corporation shall be:
To engage in a lawful business activity, including but not limited to, the manufacture, retail, and wholesale of vitamins, supplements, organic and health foods, health products and body building supplements.

A. To engage in every aspect and phase of the business of operating a nutrition health store

B. To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and Countries.

C. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages,

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transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

D. To purchase the corporate assets of any other corporation and engage in the same or other character of the business.

E. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: one thousand shares.

ARTICLE IV. INITIAL CAPITAL

The amount of capital which this corporation will begin business is not less than: one thousand dollars.

ARTICLE V. TERM OF EXISTENCE

These articles of incorporation shall become effective and the corporate existence will begin on September 2, 1998.

ARTICLE VI. TERMS OF OWNERSHIP

The ownership of this corporation will be held by Johans Rodriguez and Rocio De Rivero; at an even fifty percent per owner of the corporation. If either of the above named owners wish to dissolve their ownership with the corporation, they must first offer sale of their percentage to the owner of the corporation at a reasonable fee before the offer is taken to the public.

This offer will be exclusive for ninety days from date of notice. Passed ninety days, sale of ownership can be offer to the public.

Ownership may also not be transferred to another party through deed, or debt.

ARTICLE VII. ADDRESS

The initial post office address of the principal office of this Corporation is:

14820 SW 80th ST.
Miami, Florida 33193

ARTICLE VIII. DIRECTORS

The names and post office addresses of the members of the first Board of

Directors are:

Johans Rodriguez
14820 SW 80th ST.
Miami, Florida 33193

Rocio De Rivero
1040 Sandalwood Lane
Weston, Florida 33326

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of

Incorporation are:

Johans Rodriguez
14820 SW 80th ST.
Miami, Florida 33193

Rocio De Rivero
1040 Sandalwood Lane
Weston, Florida 33326

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall approve by the Board of Directors, proposed buy them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

ARTICLE XI.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

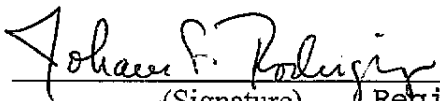
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Healthland, Inc.
2. The name and address of the registered agent and office is:

Johans Rodriguez
14820 SW 80th ST.
Miami, Florida 33193

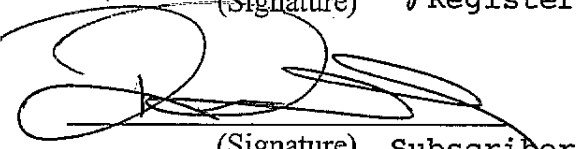
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Having been named as registered agent and to accept service process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

Registered Agent

9/02/98
(Date)


(Signature) Subscriber

9/02/98
(Date)