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ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

December 4, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -7 AM 7:55

Re: HEALTHY LIFE CHOICES, INC., FILE NO. 28723

Dear Sir or Madam:

Enclosed herein you will find proposed Articles of Incorporation for HEALTHY LIFE CHOICES, INC., together with an extra copy for certification and return. Please file these Articles and return the certified copy to the undersigned by regular mail.

I am including a check in the amount of \$78.75 to cover the following expenses:

Filing Fee	\$35.00
Certified Copy	\$ 8.75
Registered Agent Fee	\$35.00

TOTAL: \$78.75

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-12/07/98-01145-003
*****78.75 *****78.75

If you should have any questions, please feel free to contact me. Your cooperation in this matter is appreciated.

Sincerely,

Cindy T. Hartman

Cindy T. Hartman,
Assistant to Richard K. Barra

Enclosures

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RICHARD K. BARRA • JOHN L. BRYAN, JR.
J. RICHARD HARRIS • JOHN M. JORGENSEN • DONNA A. NADEAU
RAYMOND W. ROYCE • KEVIN M. WAGNER • ROBERT C. SCOTT (1925-1982)

4400 PGA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410
(561) 624-3000 • FAX (561) 624-2522 • E-MAIL: info@scottroyce.com

ARTICLES OF INCORPORATION
OF
HEALTHY LIFE CHOICES, INC.

FILED
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98 DEC -7 AM 7:55

The undersigned hereby forms a Corporation under the following Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be HEALTHY LIFE CHOICES, INC.

ARTICLE II

The principal office and mailing address of the Corporation is 2300-D Vision Drive, Palm Beach Gardens, Florida 33418.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue Five Hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410; and the initial Registered Agent of this Corporation at that address is DONNA A. NADEAU.

ARTICLE VII

The number of Directors constituting this Corporation's initial Board of Directors is Two (2), whose names and addresses are as follows:

JOSEPH NOCERINO
2300-D Vision Drive
Palm Beach Gardens, Florida 33418

ROSEANN NOCERINO
2300-D Vision Drive
Palm Beach Gardens, Florida 33418

ARTICLE VIII

The name and address of the Incorporator is as follows:

JOSEPH NOCERINO
2300-D Vision Drive
Palm Beach Gardens, Florida 33418

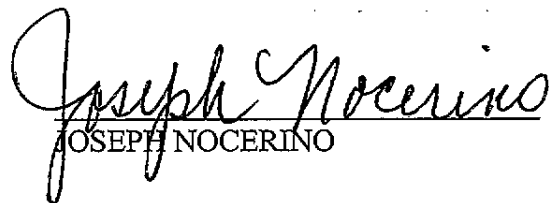
ARTICLE IX

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

ARTICLE X

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

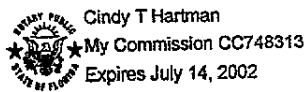
IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of HEALTHY LIFE CHOICES, INC., for the uses and purposes aforesaid this 4th day of December, 1998.


JOSEPH NOCERINO

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 4th day of December, 1998,
by JOSEPH NOCERINO.

(SEAL)



NOTARY PUBLIC

Cindy T. Hartman

Cindy T. Hartman
(Print Name)

My commission expires: July 14, 2002
Commission No. CC 748313

Personally Known ☒ OR Produced Identification _____
Type of identification Produced _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that HEALTHY LIFE CHOICES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 2300-D Vision Drive, Palm Beach Gardens, Florida 33418, County of Palm Beach, State of Florida, has named DONNA A. NADEAU located at 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410, as its Agent to accept Service of Process within this state.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 4th day of December, 1998.



DONNA A. NADEAU
Registered Agent

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