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KLEIN & KLEIN, P.A.
Attorneys at Law

Cary E. Klein
Stuart B. Klein*

*Also Admitted in New York & Ohio

Suite 400B • 1551 Forum Place
West Palm Beach, Florida 33401

Telephone (561) 478-1566

Facsimile (561) 478-9931

New York Office
280 Madison Avenue
New York, N.Y. 10016
Telephone (212) 683-2020

January 27, 1999

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation: REGENESIS NOW, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation and our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy of the Articles	\$52.50
Filing Fee for Registered Agent	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to this office. Also enclosed is the Designation of Registered Agent form pursuant to §48.091, Florida Statutes.

Sincerely,


Stuart B. Klein

SBK:clw

Enclosures

CERTIFIED MAIL

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2-4-99

ARTICLES OF INCORPORATION

OF

REGENESIS NOW, INC.

ARTICLE I

The name of the corporation is REGENESIS NOW, INC. The principle office and mailing address is:

1500 Corporate Center Highway, Suite 101
Wellington, Florida 33414

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of .10 cents voting common stock.

ARTICLE V

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

Stuart B. Klein
1551 Forum Place, Suite 400B
West Palm Beach, Florida 33401

The Board of Directors from time to time may move the Registered Office to any other

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address in the State of Florida.

ARTICLE VI

This corporation shall have one (1) director initially. The number of Directors may be changed from time to time by the By-Laws but shall not be less than one (1). The name and address of the person who is to serve as a member of the initial Board of Directors is:

Harold Bafitis
1500 Corporate Center Highway, Suite 101
Wellington, Florida 33414

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Stuart B. Klein
1551 Forum Place, Suite 400B
West Palm Beach, Florida 33401

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the shareholders and approved at a shareholders' meeting by at least a majority of the shareholders entitled to vote, unless all of the directors and all of the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 21st day of January, 1999.


STUART B. KLEIN
Title: Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared STUART B. KLEIN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed these Articles of Incorporation on this 21st day of January, 1999.



Cherril L. Woerber

Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That REGENESIS NOW, INC., desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named Stuart B. Klein, 1551 Forum Place, Suite 400B, West Palm Beach, Florida 33401 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 21st day of January, 1999.



STUART B. KLEIN
Registered Agent

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