

JOHN P. MILLER, C.P.A., P.A.

PA9900002301
Certified Public Accountant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 23rd, 1999

2499 Glades Road
Suite 305A
Boca Raton, Florida 33431
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Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

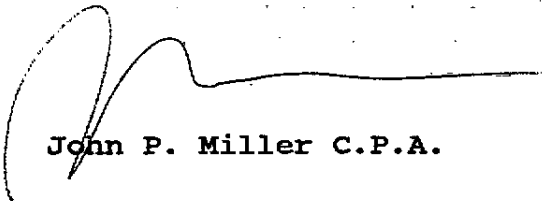
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*****70.00 *****70.00

Gentlemen:

Enclosed please find the original and one copy of the articles of incorporation for Feel Better Products, Inc. and a check for \$70.00 payable to the Secretary of State to cover the cost of registration.

Please process the enclosed articles of incorporation at your earliest convenience and return the file stamped copy to me.

Sincerely,


John P. Miller C.P.A.

P. Hall
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ARTICLES OF INCORPORATION

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of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEEL BETTER PRODUCTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

FEEL BETTER PRODUCTS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Feel Better Products, Inc.
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved by Florida Law.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

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

One Hundred (100) Shares of One Dollar (\$1.00)
Par Value Common Stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent of this Corporation is:

David J. Teer
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

David J. Teer
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

ARTICLE IX -- OFFICERS AND DIRECTORS

The name, address, and title of the one corporate officer is as follows:

David J. Teer, President
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

The name, address, and title of the one corporate director is as follows:

David J. Teer, Director
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

The undersigned has executed these Articles of Incorporation
this twenty-third day of February, 1999.



David J. Teer, President

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CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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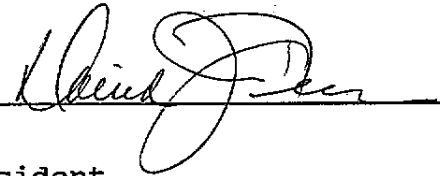
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Feel Better Products, Inc.
2. The name and address of the registered agent and office is:

David J. Teer
777 S. Federal Hwy. #H104
Pompano Beach, FL 33062

SIGNATURE



TITLE: President

DATE: February 23rd, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: February 23rd, 1999