

Siegfried H. Kessler

ATTORNEY AT LAW

5 CLIFFORD DRIVE

POST OFFICE BOX 302

SHALIMAR, FLORIDA 32579-0302

P99000038465

April 16, 1999

Florida Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

700002843917--5
-04/19/99--01088--012
*****35.00 *****35.00

Dear Sir or Madam:

Please file the enclosed Articles. A check for \$35.00 filing fee is attached.

Sincerely,

Siegfried H. Kessler
Siegfried F. Kessler

700002843917--5
-04/28/99--01047--021
*****35.00 *****35.00

SFK/lj
Enclosures

FILED
99 APR 19 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-12-99

Called 4-22-99

Dmc
4/21/99

**ARTICLES OF INCORPORATION
OF
Emerald Coast Rolfing® Inc.**

FILED
99 APR 19 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-12-99

ARTICLE I - NAME

The name of this corporation is **Emerald Coast Rolfing® Inc.**

ARTICLE II-DURATION

This corporation shall have a perpetual existence commencing on the date of signing of the Articles of Incorporation.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of doing massage therapy, particularly known as Rolfing® and for transactions any or all lawful business as allowed under the laws of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - STOCKHOLDER AND CORPORATION OPTION TO PURCHASE STOCK

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the stockholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise it's option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

ARTICLE VII- INTITAL PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this corporation is 107 Eglin Parkway S.E., Fort Walton Beach, Florida 32548.

ARTICLE VIII- INTIAL BOARD OF DIRECTORS

This corporation shall have (1) one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors and officers of this corporation are :

President/ Treasurer/ Director

Nanette Litten
31 Hickory Avenue
Shalimar, Florida 32579

Secretary

Siegfried F. Kessler
58 Country Club Road
Shalimar, Florida 32579

ARTICLE X- INCORPORATORS

The name and address of the person signing these articles is:

Nanette Litten
31 Hickory Avenue
Shalimar, Florida 32579

ARTICLE XI- BY-LAWS

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

ARTICLE XII- ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII- AMENDMENT


This corporation reserves the right to amend or repeal any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 12th day of April, 1999.

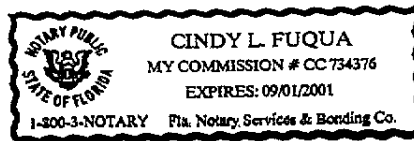

Nanette Litten

STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me this 12th day of April, 1999



Personally known: or produced identification: ✓. Type of identification produced:
DRIVER'S LICENSE



FILED

99 APR 19 AM 10:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First- That EMERALD COAST ROLFING® INC., desiring to organize under the laws of the State of Florida with its principal office in the city of Fort Walton Beach, Florida, has named NANETTE LITTEN, located at 31 Hickory Avenue, Shalimar, Florida 32579, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above mentioned stated corporation, at place designated in this certificate, I hereby accept the act in this in capacity, and agree to comply with the provision of said act relative to keeping open said office.

Dated this 12th day of April, 1999.

By: Nanette Litten
NANETTE LITTEN
Resident Agent