

999000045911

Boldex Corporation

6457 102nd Avenue North, Pinellas Park, FL 33782 Tel.: (727) 546-5583

May 13, 1999

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****122.50 *****78.75

Secretary of the State
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir:

Enclosed are the Articles of Incorporation of BODY ENHANCEMENT INSTITUTE, INC. and a check in the amount of \$122.50 in payment of your filing fee.

Also enclosed is a photocopy of the Articles. Please return this to us with the filing date stamped on it.

Yours very truly,
BOLDEX CORPORATION



Zia Ahmad

FILED
99 MAY 17 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH MAY 20 1999

ARTICLES OF INCORPORATION
of
BODY ENHANCEMENT INSTITUTE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BODY ENHANCEMENT INSTITUTE, INC.

The address of the principal office of this corporation shall be 2847 U.S. Alt. 19, Palm Harbor, Florida 34683, County of Pinellas, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 40,000 shares of common stock, having a par value of one dollar (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2847 U.S. Alt. 19, Palm Harbor, Florida 34683, County of Pinellas, State of Florida, and the name of the initial registered agent of the corporation at that address is Melissa A. Nasser.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Melissa A. Nasser
2118 Otter Way
Palm Harbor, Florida 34685

ARTICLE VII. BOARD OF DIRECTORS

There shall be a Board of Directors of this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

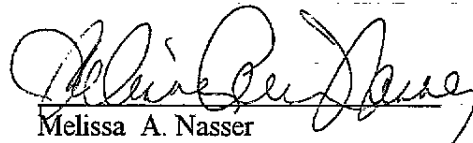
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall have one member whose name and addresss are as follows:

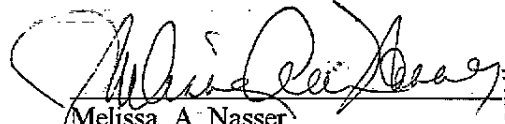
Melissa A. Nasser
2118 Otter Way
Palm Harbor, Florida 34685

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this 11th day of May, 1999.


Melissa A. Nasser
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

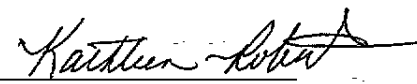
MELISSA A. NASSER, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Melissa A. Nasser

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11th day of May, 1999, by Melissa A. Nasser, whose driver's license number is N260541617430 and who did take an oath.

WITNESS my hand and official seal in the County of Pinellas, State of Florida, this 11th day of May, 1999.


Notary Public
State of Florida

My Commission Expires:

