

999000049208
Arlene F. Austin, P.A.
ATTORNEY AT LAW

5811 Pelican Bay Boulevard
Suite 206A
Naples, Florida 34108

(941) 514-8211
Fax (941) 514-2777

EFFECTIVE DATE

6-1-99

May 24, 1999

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

Re: Golden Phoenix Clinic, Inc.
Our File No. 9443.0

400002886724--6
-05/26/99--01023--017
*****78.75 *****78.75

Gentlemen:

Enclosed please find the following items relating to the above-referenced corporation:

1. Original and one copy of the Articles of Incorporation;
2. Check made payable to the Florida Secretary of State in the amount of \$78.75 for the following:

A.	Filing Fee	\$	35.00
B.	Certified copy of Articles		8.75
C.	Designation of Registered Agent		35.00
	Total	\$	78.75

The effective date for this corporation should be June 1, 1999. Kindly forward the certified copy of the Articles to the under-signed at your earliest convenience. Thank you for your kind cooperation and assistance.

Very truly yours,

Arlene F. Austin
Arlene F. Austin

AFA:el
Enclosures

FILED
99 MAY 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
6-1-99

ARTICLES OF INCORPORATION
OF
GOLDEN PHOENIX CLINIC, INC.

EFFECTIVE DATE
6-1-99

ARTICLE I. NAME

The name of this corporation shall be Golden Phoenix
Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be on
June 1, 1999. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of
operating a massage therapy business and engaging in the trans-
action of any and all business activities permitted under the laws
of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 5,000
shares of common capital stock.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of
Directors shall be one. The number of directors may be increased
or decreased from time to time, as provided in this corporation's
bylaws, but shall never be less than one.

The name and address of the individual who shall serve as the
member of the Initial Board Of Directors are:

Veronica A. Rheinhardt
6914 Satinleaf Road North, #201
Naples, FL 34109

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director,
employee, or agent, and any former officer, director, employee, or
agent, to the full extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

6914 Satinleaf Road North, #201
Naples, FL 34109

The name and address of the individual who shall serve as this corporation's initial registered agent at that address is:

Arlene F. Austin
5811 Pelican Bay Blvd., Suite 206A
Naples, FL 34108.

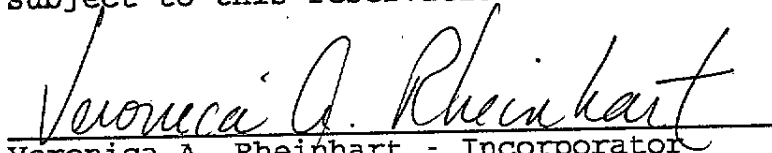
ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

Veronica A. Rheinhart
6914 Satinleaf Road North, #201
Naples, FL 34109

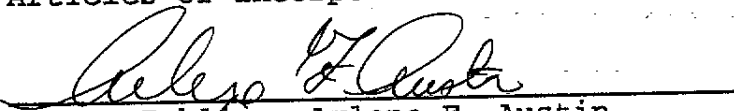
ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.


Veronica A. Rheinhart - Incorporator

State Of Florida
County Of Collier

On May 27, 1999, Veronica A. Rheinhart, designated above as the individual who shall serve as the corporation's incorporator, who is personally known to me [XX], or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and acknowledged signing these Articles Of Incorporation Of Golden Phoenix Clinic, Inc.


Notary Public: Arlene F. Austin
Commission Expiration Date & Commission Number:


(SEAL)



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99 MAY 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

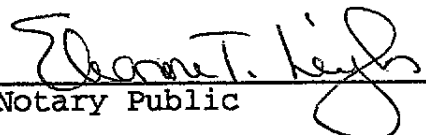
ACCEPTANCE BY RESIDENT AGENT

I hereby accept my designation as resident agent and agree to serve as the resident agent of Golden Phoenix Clinic, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Golden Phoenix Clinic, Inc.


Arlene F. Austin - Resident Agent

State of Florida
County of Collier

On June 16, 1999, Arlene F. Austin, designated above as the individual who shall serve as the corporation's initial registered agent, who is personally known to me [XX], or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and acknowledged signing these Articles of Incorporation of Golden Phoenix Clinic, Inc., as resident agent.


Notary Public

Eleanore T. Leigh
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number: (SEAL)

Florida Driver's License
Identification



Eleanore T. Leigh
Commission # CC 765975
Expires AUG. 9, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.