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MEYER & ERSKINE, P. A.

ATTORNEYS AT LAW

31211 AVENUE A

BIG PINE KEY, FLORIDA 33043

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LARRY R. ERSKINE
JEFFREY B. MEYER

June 7, 1999

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

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-06/10/99--01028--017

*****78.75 *****78.75

RE: THEKLA GORMAN, INC.

Dear Secretary:

Enclosed please find the Articles of Incorporation for the above referenced corporation as well as a check in the amount of \$78.75 to file same. I have enclosed a return envelope for your convenience.

I thank you.

Very Truly Yours,

Julia E. Todd

Julia E. Todd
Paralegal
/jt
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 10 PM 6:33

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DIVISION OF CORPORATIONS
99 JUN 10 PM 6:33

ARTICLES OF INCORPORATION
OF
THEKLA GORMAN, INC.

The undersigned subscriber to the Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

The name of the corporation is:

THEKLA GORMAN, INC.

II. TERM OF EXISTENCE

The Corporation shall exist in perpetuity. The date and time of the commencement of the corporate existence shall be the time of the filing of the Articles of Incorporation by the Department of State.

III. NATURE OF BUSINESS

The general nature of the business is to be conducted by this corporation is limited to:

THIS CORPORATION IS ORGANIZED FOR THE PURPOSES OF CONDUCTING ANY AND ALL LAWFUL BUSINESS ENTERPRISES PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA, INCLUDING BUT NOT LIMITED TO MASSAGE THERAPY, AND ALL OTHER LEGAL BUSINESS.

IV. INITIAL REGISTERED AGENT and ADDRESS

The initial registered agent of the Corporation and his address is : **JEFFREY B. MEYER**
31211 AVENUE A
BIG PINE KEY, FL 33043

V. PRINCIPAL ADDRESS OF CORPORATION

The PRINCIPAL ADDRESS OF THE CORPORATION is:

29550 OSPREY LANE
BIG PINE KEY, FL 33043

VI. DIRECTORS

This corporation, shall be exercised by a board of 1 director. The number of directors may be increased from time to time by bylaws adopted by the stockholders.

VII. INITIAL DIRECTORS AND OFFICERS

The name and address of the initial director(s) and officers are as follows:

THEKLA GORMAN
29550 OSPREY LANE
BIG PINE KEY, FL 33043
D/P/S/T

VIII. INCORPORATOR

The incorporator is: THEKLA GORMAN

IX. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

X. CAPITAL STOCK

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having 1.00 par value per share.

Thekla Gorman
THEKLA GORMAN

STATE OF FLORIDA
COUNTY OF MONROE

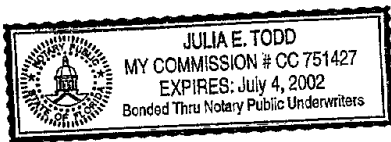
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, THEKLA GORMAN, to me known to be the individual described in and who executed the foregoing and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at 31211 Avenue A, Big Pine Key, said County and State, this 3rd day of June, 1999. She are _____ personally known or have produced Driver's License as identification.

(Seal)

Julia E. Todd
Notary Public, State of Florida
Julia E. Todd

My Commission Expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 10 PM 6:33

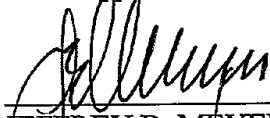
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.089, Florida Statutes, the following is submitted in compliance with said act:

FIRST - THEKLA GORMAN, INC., desiring to organize under the laws of the State of Florida, with its principal corporate office at 29550 Osprey Lane, Big Pine Key, FL 33043 and the office of the Registered Agent, as indicated in the Articles of Incorporation, at 31211 Avenue A, Big Pine Key, FL 33043, named Jeffrey B. Meyer, as its agent to accept service of process from the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in the Certificate, I, the undersigned, hereby accept the said appointment, with the provision of the said act, as to keeping open said office.

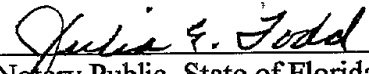


JEFFREY B. MEYER

STATE OF FLORIDA
COUNTY OF MONROE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JEFFREY B. MEYER, to me known to be the individual described in and who executed the foregoing and acknowledged before me that he, executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in the county of Monroe, State of Florida, 7th day of June, 1999. He is personally known or has produced the following form of picture identification: _____



Notary Public, State of Florida
Julia E. Todd

My Commission Expires:

