



THE UNITED STATES
CORPORATION
COMPANY

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FILED

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REFERENCE : 289261 81528A

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

Patricia Pigatto

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ORDER DATE : June 28, 1999

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ORDER NO. : 289261-005

CUSTOMER NO: 81528A

CUSTOMER: Kenneth F. Oswald, Esq
KENNETH F. OSWALD, ESQ
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Suite 110
600 Courtland Street
Orlando, FL 32804

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: BIODESIGN CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

PH (6/28/99)

ARTICLES OF INCORPORATION
OF
BIODESIGN CORPORATION

FILED
99 JUN 28 PM 4:21
TALLAHASSEE, FLORIDA

The undersigned, being natural persons of legal age do hereby desire to form a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME & ADDRESS

The name of this corporation shall be BioDesign Corporation. The mailing address of the corporation is Suite 450, 1101 N. Lake Destiny Road, Maitland, Florida 32751.

ARTICLE II

GENERAL NATURE OF BUSINESS

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

To engage in the business of planning, developing, manufacturing, licensing (as Licensor and Licensee), distributing, wholesale sales, retail sales, internet sales of Back Tension Relief Systems, Sleep Relief Systems, and other Chiropractic Relief Systems and in conjunction therewith to do all things necessary or required to accomplish said purpose.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate debts of this corporation or any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporations of the State of Florida or any other state or government and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one times is ONE THOUSAND (1,000) shares of Common Stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of this corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to the law.

ARTICLE VI

INITIAL DIRECTORS

This corporation shall have two (2) Directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders. The name and street address of the Directors of this corporation who shall hold office for the first year or until their successors are chosen shall be:

PATRICK J. ARMSTRONG

Suite 450, 1101 N. Lake Destiny Road

Maitland, Florida 32751

CLAYTON MURPHY REYNOLDS, IV

125 Orange Ridge Drive

Longwood, Florida 32779

ARTICLE VII

SUBSCRIBER

The name and street address of the Subscribers to these Articles of Incorporation are as follows: PATRICK J. ARMSTRONG, Suite 450, 1101 N. Lake Destiny Road, Maitland, Florida 32751; CLAYTON MURPHY REYNOLDS, IV, 125 Orange Ridge drive, Longwood, Florida 32779

ARTICLE VIII

REGISTERED AGENT

The name and address of the Registered Agent to accept service of process within the state on behalf of the corporation is: Kenneth F. Oswald, Suite 110, 600 Courtland Street, Orlando, Florida 32804, and by his signature upon the Certificate attached hereto, he indicates his acceptance as Registered Agent to act in this capacity pursuant to the laws of this state.

ARTICLE IX

INDEMNIFICATION

Every director, officer, employee, or agent of this corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or by reason of their being imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he or she may become involved by reason of his or her employment, or by reason of his or her being or having been a director, officer, employee, or agent of this corporation, and any settlement thereof, whether or not he or she is a director, officer, employee, or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee, or agent is adjudged liable for negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee, or agent is entitled.

ARTICLE X

AMENDMENT


This corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute.

ARTICLE XI


COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the date of filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, we the undersigned, being the subscribers to these Articles of Incorporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein are true and hereunto set our hands and seals this 22nd day of June, 1999.



PATRICK J. ARMSTRONG

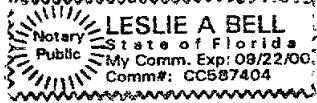


CLAYTON MURPHY REYNOLDS, IV

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared PATRICK J. ARMSTRONG AND CLAYTON MURPHY REYNOLDS, IV, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of June, 1999.



Leslie A. Bell
Notary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Kenneth F. Oswald
Kenneth F. Oswald
Registered Agent

FILED
99 JUN 28 PM 4 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA