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MIND & BODY VENTURES, INC.
1500 W. 11TH STREET
PANAMA CITY, FLORIDA 32401

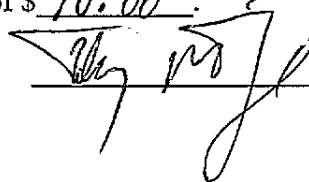
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-07/27/99-01009-005
*****70.00 *****70.00

July 26, 1999

SUBJECT: MIND & BODY VENTURES, INC.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$ 70.00.



From: William P. Wiseloge
1500 W. 11th Street
Panama City, Florida 32401

FILED
99 JUN 27 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN AUG - 3 1999

ARTICLES OF INCORPORATION
OF
MIND & BODY VENTURES, INC.

FILED
99 JUN 27 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 NAME

The name of the corporation shall be: MIND & BODY VENTURES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1500 W. 11TH STREET,
PANAMA CITY, FLORIDA 32401

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

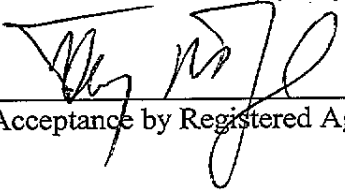
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ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

WILLIAM P. WISELOGEL
1500 W. 11TH STREET
PANAMA CITY, FL 32401

I am hereby familiar with and accept the duties and responsibilities as Registered Agent.

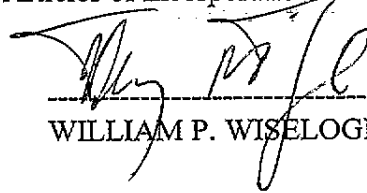

Acceptance by Registered Agent

ARTICLE V INCORPORATOR

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

WILLIAM P. WISELOGEL
1500 W. 11TH STREET
PANAMA CITY, FL 32401

The undersigned has executed these Articles of Incorporation this day of

A handwritten signature in dark ink, appearing to read 'W. P. Wiselogel', is written over a horizontal dashed line.

WILLIAM P. WISELOGEL, INCORPORATOR