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99 SEP 27 PM 12:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Teddi Alyce Segal  
1620 Pennsylvania Avenue, Suite #107  
Miami Beach, Florida 33139

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

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-09/27/99-01121--003  
\*\*\*122.50 \*\*\*\*\*78.75

Re: The Conscious Companies, Inc.

To Whom It May Concern:

Enclosed please find proposed Articles of Incorporation for one (1) new Florida corporation, The Conscious Companies, Inc., along with payment in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50).

Please place these documents in line for processing. Thank you very much.

Sincerely,

Teddi Alyce Segal

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**THE CONSCIOUS COMPANIES, INC.**

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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

- 1.) **NAME** The name of the corporation is : **THE CONSCIOUS COMPANIES, INC.**
- 2.) **DURATION** The period of its duration is perpetual.
- 3.) **PURPOSE** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4.) **CAPITAL STOCK** The corporation is authorized to issue One Million (1,000,000) shares of common stock, all of one class, at NO par value.
- 5.) **PRINCIPAL OFFICE** The address of the principal office of the corporation is as follows:

THE CONSCIOUS COMPANIES, INC.  
1620 PENNSYLVANIA AVENUE, SUITE #107  
MIAMI BEACH, FLORIDA 33139

- 6.) **INITIAL REGISTERED AGENT** The name and address of the initial registered agent of the corporation is as follows:

TEDDI ALYCE SEGAL  
1620 PENNSYLVANIA AVENUE, SUITE #107  
MIAMI BEACH, FLORIDA 33139

- 7.) **INITIAL BOARD OF DIRECTORS** The corporation shall have THREE (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1) director.

The name and address of the initial directors of the corporation is:

TEDDI ALYCE SEGAL  
1620 PENNSYLVANIA AVENUE, SUITE #107  
MIAMI BEACH, FLORIDA 33139

JAMIE SCOTT GOLDSTEIN  
7171 NORTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33487

THOMAS JOSEPH ABRAHAMSEN, JR.  
7171 NORTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33487

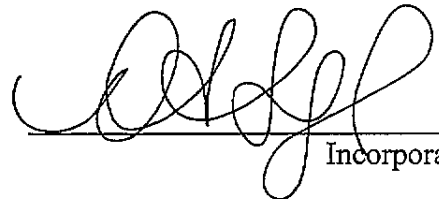
8.) **AMENDMENT OF ARTICLES** The corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9.) **INDEMNIFICATION** To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

10.) **INCORPORATOR** The name and address of the incorporator is:

TEDDI ALYCE SEGAL.  
1620 PENNSYLVANIA AVENUE, SUITE #107  
MIAMI BEACH, FLORIDA 33139

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22st day of September, 1999.

  
Incorporator

STATE OF FLORIDA       )  
                                  SS  
COUNTY OF PALM BEACH    )

BEFORE ME, the undersigned authority, personally appeared, Teddi Alyce Segal, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 22st day of September, 1999.

\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:

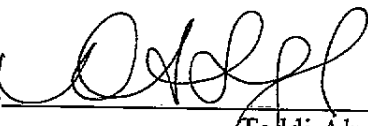
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT UPON  
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

The Conscious Companies, Inc., a Florida corporation qualified to do business under the laws of this State, has appointed Teddi Alyce Segal as its agent to accept service of process within this State at the following address:

Teddi Alyce Segal  
1620 Pennsylvania Avenue, Suite #107  
Miami Beach, Florida 33139

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida statutes relative to keeping open said office.

By:   
Teddi Alyce Segal