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LAW OFFICES

DAVID A. CHENKIN, P.A.

September 29, 1999

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

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-10/01/99--01054--019
*****78.50 *****78.50

RE: THE BODY PERFECT, INC.
A Florida Corporation

Dear Sir or Madam:

Enclosed herein for filing are the original and a copy of the Articles of Incorporation of THE BODY PERFECT, INC. Please file the enclosed Articles of Incorporation and return the copy date stamped to the undersigned in the enclosed self addressed stamped envelope.

Also, enclosed you will find this firms check for \$78.50 made payable to the "Secretary of State, State of Florida" to cover the filing fee for same.

Should you have any questions, please feel free to contact us.

Very truly yours,


David A. Chenkin, Esq.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT -1 AM 10:52

FILED

10/05/99 T.B.

FILED

99 OCT -1 AM 10: 52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

THE BODY PERFECT, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE BODY PERFECT, INC.

The address of the principal office of this corporation shall be 8551 West Sunrise Blvd., Suite # 208, Plantation, Florida, 33322 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000,000 shares of common stock having \$.001 par value per share.

ARTICLE IV . REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8551 West Sunrise Blvd., Suite # 208, Plantation, Florida, 33322, and the name of the initial registered agent of the corporation at that address is DAVID CHENKIN.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICEL VI. OFFICERS AND DIRECTORS

This corporation's initial officers are set forth below and the corporation shall have three (3) directors, initially. The name and street address of the initial officers and initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert J. Gangi Dir./CEO	8551 West Sunrise Blvd., Suite # 208 Plantation, Florida, 33322
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Richard K. Canavin Dir./Pres	8551 West Sunrise Blvd., Suite # 208 Plantation, Florida, 33322
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David Medeiros Dir./Sec.	8551 West Sunrise Blvd., Suite # 208 Plantation, Florida, 33322
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ARTICLE VII. INCORPORATOR

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

DAVID CHENKIN
8551 West Sunrise Blvd., Suite #208
Plantation, Florida 33322

ARTICLE VIII. INFORMAL DIRECTOR ACTION

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation in the State of Florida, this 28th day of September, 1999.


INCORPORATOR, DAVID CHENKIN


REGISTERED AGENT, DAVID CHENKIN

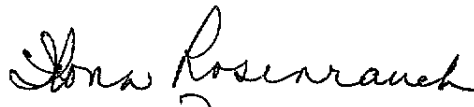
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared DAVID
CHENKIN, who, being first duly sworn by me, deposes and says that the foregoing
instrument is true and correct to the best of his knowledge, information and belief.

SWORN TO AND SUBSCRIBED before me this 16th day of September, 1999.

My Commission Expires:

ILONA ROSENRAUCH
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC861070
EXPIRES 8/5/2003
BONDED THRU ASA 1-888-NOTARY1

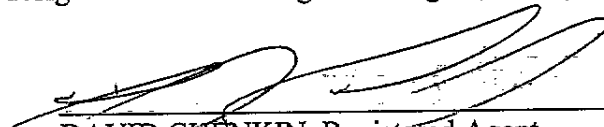

ILONA ROSENRAUCH
NOTARY PUBLIC, State of Florida

☒ Personally known to me, or
☐ Produced identification

☐ Did take an oath;
☐ Did not take an oath

ACCEPTANCE OF REGISTERED AGENT

DAVID CHENKIN having been designated to act as a Registered Agent, hereby
agrees to act in this capacity.


DAVID CHENKIN, Registered Agent