THE UNITED STATES CORPORATION COMPANY

ACCOUNT	NO.	:	072100000032
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REFERENCE: 403438 7195155

AUTHORIZATION:

70 otricia your

	COST LIMIT : \$ 70.00
ORDER DATE	: October 7, 1999
ORDER TIME	: 3:55 PM
ORDER NO.	: 403438-005
CUSTOMER NO	7195155
CUSTOMER:	Ms. Sondra L. Baugh MS. SONDRA L. BAUGH MS. SONDRA L. BAUGH 9893 Three Lakes Circle
	Boca Raton, FL 33428
	DOMESTIC FILING DOMESTIC FILING RATIO
NAME	: ALL THIS WEIGHT, INC.
	EFFECTIVE DATE:
	LES OF INCORPORATION & TO SEE SEE SEE SEE SEE SEE SEE SEE SEE SE
PLEASE RETU	RN THE FOLLOWING AS PROOF OF FILING:
<u>XX </u>	TIFIED COPY IN STAMPED COPY TIFICATE OF GOOD STANDING
CONTACT PER	SON: Angie Glisar

EXAMINER'S INITIALS:

<u>f 1018</u>199

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 OCT -8 AM 10: 35

ARTICLES OF INCORPORATION

OF ...

ALL THIS WEIGHT, 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:

ALL THIS WEIGHT, INC.

The address of the principal office of this corporation shall be 9893 Three Lakes Circle, Boca Raton, Florida 33428, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Sondra Lisa Baugh Dir.	9893 Boca	Three Lakes Circle Raton, Florida 33428
Sandra Miriam Griffin Dir.	9893 Boca	Three Lakes Circle Raton, Florida 33428
Tiffany Amber Baugh Dir.	9893 Boca	Three Lakes Circle Raton, Florida 33428

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ARTICLE VII. INCORPORATOR

99 OCT -8 AM 10: 35

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on October 7, 1999.

Its Incorporator, Laura R Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

NEP/AGL