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VILLARI'S SHAOLIN MIND AND BODY CENTER, INC.

3663 Woolbright Rd.
Boynton Beach, Florida 33436

October 5, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

900003007749--0
-10/06/99--01036--004
*****70.00 *****70.00

RE: Certificate of Incorporation

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for VILLARI'S SHAOLIN MIND AND BODY CENTER, INC. along with a check in the amount of \$70.00 to cover the filing fee.

Kindly make the necessary filing and forward the appropriate certified letter to the above address to advise that the filing has been recorded.

Thank you for your assistance and cooperation in this matter.

Respectfully submitted,

Frederick J. Villari
(Signature)

Frederick J. Villari

Encl.

Sharon Efonso GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Art. VI*
DATE *10-18-99*
DOC. EXAM *WC*

FILED
99 OCT -6 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-18-99
WC

**CERTIFICATE OF INCORPORATION
OF
VILLARI'S SHAOLIN MIND AND BODY CENTER, INC.**

I, THE UNDERSIGNED, hereby associate myself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

VILLARI'S SHAOLIN MIND AND BODY CENTER, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

the maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having no par value.

ARTICLE IV

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

ARTICLE V

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

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

2737 S. Flagler Dr.
West Palm Bch, Fl. 33405

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than eleven (11).

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ARTICLE VIII

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

Frederick J. Villari
2737 S. FLAGLER DR.
W. PALM BCH, FL. 33405

ARTICLE IX

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Frederick J. Villari, being a natural person, competent to contract, has hereunto set his hand this 5th day of October, 1999.


Frederick J. Villari

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First: That VILLARI'S SHAOLIN MIND AND BODY CENTER, INC. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Boynton Beach, County of Palm Beach, State of Florida, has named Frederick J. Villari, 2737 S. FLAGLER DR., W. PALM BCH, FL. 33405 as it agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: Frederick J. Villari
Frederick J. Villari, Resident Agent

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TALLAHASSEE, FLORIDA