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Adrian Gabaldon, Attorney at Law

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November 12, 1999

Secretary of State
Division of Corporations
Attn: New Filing Section
409 E. Gaines Street
Tallahassee, FL 32314

700003044197--9
-11/15/99-01101-003
****157.50 *****78.75

Re: ISIS ENTERPRISES, INC., and INNER SANCTUARY, INC.

Gentlemen:

Enclosed are Articles of Incorporations for two new corporations. Also enclosed is a check in the amount of \$157.50 which represents the \$35.00 filing, \$35.00 registered agent fee and \$8.75 for a certified copy for each of the corporations.

Very truly yours,


Adrian Gabaldon

AG:bh

Encs.

FILED
99 NOV 15 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 17 1999

ARTICLES OF INCORPORATION

OF

ISIS ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person hereby adopts the following Articles of Incorporation for the purpose of forming a professional service corporation for profit under the laws of the State of Florida.

ARTICLE I – NAME

The name of this professional service corporation is ISIS ENTERPRISES, INC.

ARTICLE II – PRINCIPAL OFFICE

The principal office, is known, or the mailing address of the professional service corporation is: 2205 12th Street, NW, Winter Haven, Florida 33881.

ARTICLE III – CAPITAL STOCK

This corporation is authorized to issue Five Thousand Thousand (5,000) shares, all of one class, at One Dollar (\$1.00) par value.

ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 2205 12th Street, NW, Winter Haven, Florida 33881, and the initial registered agent of this corporation at such office shall be CHARISSE JONES, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE V – INCORPORATOR

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

<u>Name</u>	<u>Address</u>
CHARISSE JONES	2205 12 th Street, NW Winter Haven, FL 33881

ARTICLE VI – BOARD OF DIRECTORS

A. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

B. The corporation shall have one director initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the corporation. The name and street address of the initial director of the corporation is:

CHARISSE JONES
2205 12th Street, NW
Winter Haven, FL 33881

ARTICLE VII – PURPOSE

This corporation is organized for the purpose business consultation; and for transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE VIII – DURATION

This corporation shall have perpetual existence.

ARTICLE IX – RESTRAINT ON ALIENATION OF SHARES

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the corporation. Additionally, the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

ARTICLE X – INDEMNIFICATION

This corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

ARTICLE XI – PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall have full pre-emptive rights to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue shares.

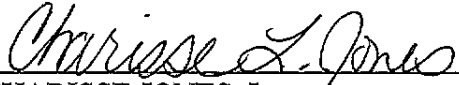
ARTICLE XII – BYLAW AMENDMENT

The power to adopt, alter, amend or repeal bylaws of the professional service corporation shall be vested in the Board of Directors and the shareholders, provided that such amendment be in compliance with the laws of Florida governing corporations.

ARTICLE XII – AMENDMENT

The corporation may amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as incorporator, executes these articles of incorporation.

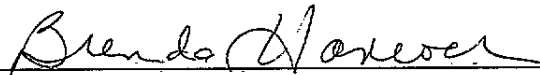

CHARISSE JONES, Incorporator

IN WITNESS WHEREOF, the undersigned, as the initial registered agent, is familiar with and accepts the duties and responsibilities as the registered agent for ISIS ENTERPRISES, INC.


CHARISSE JONES

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation of ISIS ENTERPRISES, INC., were acknowledged before me this 12 day of November, 1999, by CHARISSE JONES as Incorporator, and who produced ^{Georgia} Florida Driver's License No. 053285012 as identification.


Notary Public

