

P 99000109010

BRODY, COHEN & WINIG, P.A.

ATTORNEYS AT LAW

CENTURION TOWER

1601 FORUM PLACE, SUITE 304

WEST PALM BEACH, FLORIDA 33401-8103

TELEPHONE

(561) 684-9100

FACSIMILE

(561) 697-3648

FILED

99 DEC 15 AM 11:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT BRODY
RICHARD S. COHEN
STEVEN L. WINIG

December 13, 1999

Department of State
Division of Corporations
The Capital
Tallahassee, FL 32399

800003072088--4
-12/16/99-01005-010
*****87.50 *****87.50

Re: Total Wellness 2000, Inc.

Enclosed please find a check in the amount of \$87.50 which represents the filing fees, designation, certified copy and certificate of status fees.

Also enclosed please find an original, one copy of our document, and a copy of your correspondence dated December 3, 1999 which you requested.

Should you have any questions or comments concerning this matter, please do not hesitate to contact me.

Very truly yours,


Steven L. Winig, Esquire

SLW:ca
Enclosures
cc: Robert Briskin

ARTICLES OF INCORPORATION
OF

TOTAL WELLNESS 2000, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is TOTAL WELLNESS 2000, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. INITIAL PRINCIPAL OFFICE

The initial street address of this Corporation in the State of Florida shall be:

1004 So. Old Dixie Highway
Suite 203
Jupiter, Florida 33458

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert A. Briskin
1004 So. Old Dixie Highway
Suite 203
Jupiter, Florida 33458

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The person named as initial director shall hold office for the first year of existence of this Corporation or until his or her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATION

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Robert A. Briskin
1004 So. Old Dixie Highway
Suite 203
Jupiter, Florida 33458

ARTICLE IX. AMENDMENT

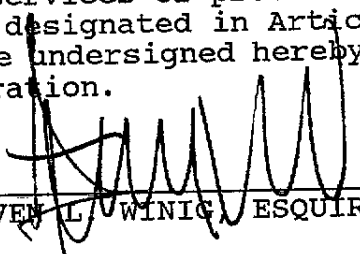
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. REGISTERED AGENT

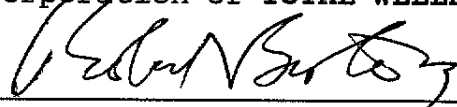
That **TOTAL WELLNESS 2000, INC.**, desiring to organize under the laws of the State of Florida, hereby names, Steven L. Winig, Esquire, located at 1601 Forum Place, Suite 304, West Palm Beach, Florida 33401, County of Palm Beach, State of Florida, as its agent to accept services of process within this State.

ACKNOWLEDGMENT:

Having been named to accept services of process for the Corporation named herein, at the place designated in Article X of the Articles of Incorporation above, the undersigned hereby agrees to act in this capacity, for the corporation.


STEVEN L. WINIG, ESQUIRE


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation of **TOTAL WELLNESS 2000, INC.**

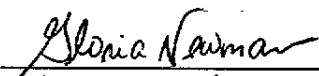


ROBERT A. BRISKIN

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public, personally appeared ROBERT A. BRISKIN to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledge before me that he subscribed to these Articles of Incorporation on 30 day of November 1999.

 Gloria Newman
My Commission CC746126
(SEAL) Expires July 12, 2002


Notary Public
State of Florida at Large

My Commission Expires: 7/12/02