

F98000000998

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Emerald Coast Massage School, Inc.
(Name of corporation - must include suffix)

500002384165--8
-12/29/97--01047--001
*****70.00 *****70.00

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

W97-28767

Please return all correspondence concerning this matter to the following:

Miranka Fountain, L.M.T.
(Name of Person)
Emerald Coast Massage School
(Firm/Company)
5080 Mobile Hwy.
(Address)
Pensacola, FL. 32506
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Miranka Fountain at (850) 456-6070
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS

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2/23

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1998

MIRANKA FOUNTAIN, L.M.T.
EMERALD COAST MASSAGE SCHOOL
5080 MOBILE HWY
PENSACOLA, FL 32506

SUBJECT: EMERALD COAST MASSAGE SCHOOL, INC.
Ref. Number: W97000028767

We have received your document for EMERALD COAST MASSAGE SCHOOL, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A photocopy of the certificate of existence is not acceptable.

THE NAME SHOULD READ CORRECTLY ON THE CERTIFICATE AS MASSAGE AS IT IS ON THE APPLICATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 798A00004178

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DIVISION OF CORPORATIONS
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Sent out today 2/18/98

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Emerald Coast Massage School Inc. (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated)

3. applied for 12/22/97 59-3483468 SEE ATTACHED (FEI number, if applicable)

4. December 16, 1997 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. New business (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Emerald Coast Massage School 8626 Bristolwood Circle Navarre, FL 32566 (Current mailing address)

8. Operate Massage THERapy School (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Kathy Borcz

Office Address: 5080 Mobile Highway

Pensacola, Florida, 32506 (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kathy Borcz (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Miranka Fountain, LMT
2324 Windstone Drive
Address: Pensacola, FL 32526

Vice Chairman: " "
Address: _____

Director: " "
Address: _____

Director: " "
Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Miramka Fountain, LMT
2324 Windstone Drive
Address: Pensacola, FL 32526

Vice President: " "
Address: _____

Secretary: " "
Address: _____

Treasurer: " "
Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Miranka Fountain
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
Miranka Fountain

14. _____
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

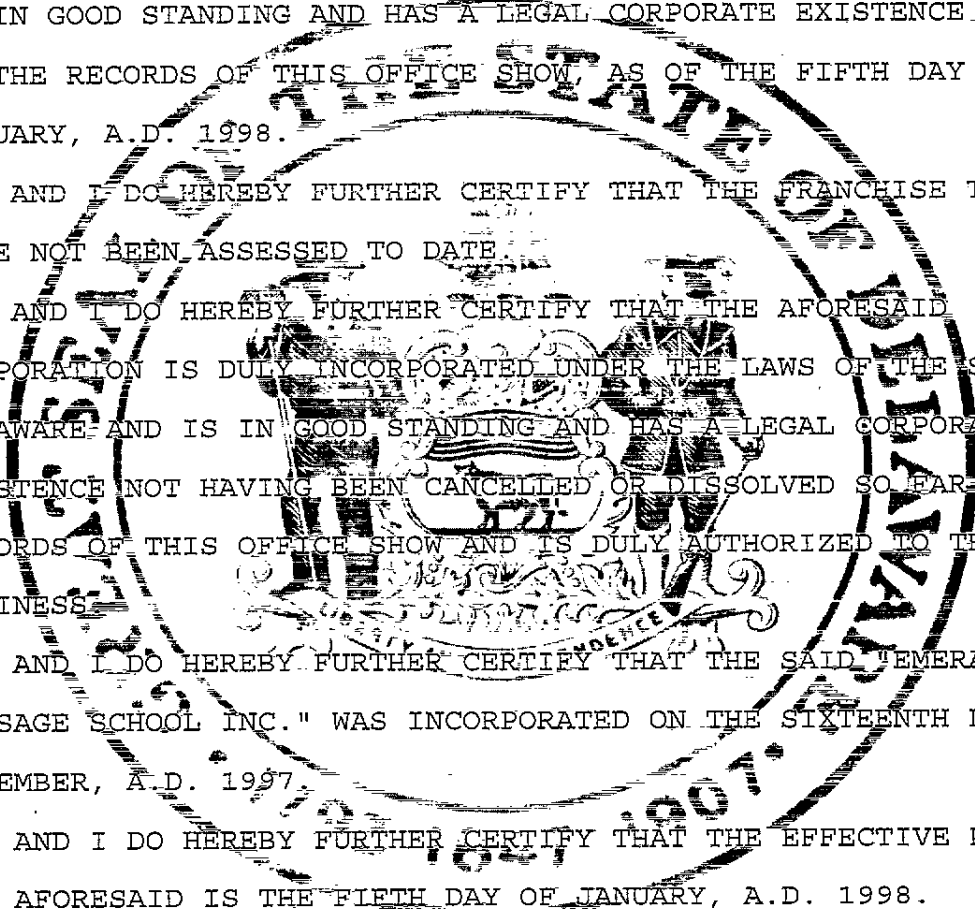
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMERALD COAST MASSAGE SCHOOL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF JANUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID EMERALD COAST MASSAGE SCHOOL INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID IS THE FIFTH DAY OF JANUARY, A.D. 1998.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
98 FEB 23 AM 9:25



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8847143

DATE: 01-05-98