

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ADVANCED H2O MASSAGE INC

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- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ADVANCED H₂O MASSAGE, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the Corporation shall be: **Advanced H₂O Massage, Inc.**

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business and the object and purposes proposed to be transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz: To engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of common stock having a nominal or par value of \$1.00 a share.

ARTICLE IV
PRINCIPAL ADDRESS

The principal address of this corporation is as follows: **3737 Outrigger Court, Fort Pierce, Florida 34946.**

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent address of this corporation is as follows: **Theresa Solesky, 3737 Outrigger Court, Fort Pierce, Florida 34946.**

The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI
CORPORATE EXISTENCE

In accordance with the applicable Florida Statute, said corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one. The name and address of the initial directors of this corporation are:

Theresa Solesky
3737 Outrigger Court
Fort Pierce, Florida 34946

David Solesky
3737 Outrigger Court
Fort Pierce, Florida 34946

ARTICLE VIII
OFFICERS

The officers of this corporation shall be a president, vice president, secretary and a treasurer, and such other officers and agents as may be deemed necessary. All officers, agents and factors as may be deemed necessary shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the bylaws or determined by the Board of Directors. Any person may hold one or more offices.

ARTICLE IX
AMENDMENT

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

ARTICLE X
AGREEMENTS

The corporation or the stockholders may include in their agreement between themselves the following as valid matters of agreement:

- (a) Any limitations or restraints upon the transferability, alienation or assignment of stock;
- (b) Any limitation or restraint upon the encumbrance or pledge of stock;
- (c) Any agreements conferring pre-emptive rights of purchase upon stockholders as

conditions precedent to the sale of any stock;

(d) Management agreements or other employment agreements with persons who may or may not be stockholders; and

(e) Any and all such other agreements as may be reasonably necessary in the ownership, conductor furtherance of the business of the corporation and so implement the said agreements by by-laws of the corporation.

ARTICLE XI
INCORPORATOR AND SUBSCRIBER

The name and street address of the person named herein as subscriber and incorporator are as follows: **Theresa Solesky, 3737 Outrigger Court, Fort Pierce, Florida 34946.**

ARTICLE XII
SECTION 1244

This corporation is being organized and its common stock issued pursuant to Section 1244 of the Internal Revenue Code and the regulations thereunder, which permit ordinary loss treatment when the holder of Section 1244 stock sells or exchanges such stock at a loss or when such stock becomes worthless.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed in the office of the Secretary of State the foregoing Certificate of Incorporation this 20th day of August, 2002.

x Theresa Solesky
Theresa Solesky

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STATE OF FLORIDA
COUNTY OF ST. LUCIE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I HEREBY CERTIFY that on the 20th day of August, 2002, personally came and appeared before me, the undersigned authority, **Theresa Solesky**, to me well known, and well known to be the person described in the foregoing Articles of Incorporation, and she acknowledged the same as her act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal on the day and year above written.



Jane E. Forbes
Print: Jane E. Forbes
Title: Notary Public
My Commission expires:

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in the capacity, and agree to comply with the provisions of said Act.

x *Theresa Solesky*
Theresa Solesky, Registered Agent