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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305)634-3694  
Fax Number : (305)633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

carvajal massage & fitness inc.

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CARVATAL MASSAGE & FITNESS INC.

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE I

The name of the corporation is:

CARVATAL MASSAGE & FITNESS INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are Fifty (50) shares at Ten (10) dollars a share.

This instrument prepared by:

Douglas W. Oesterle  
9506 S Red Road  
Miami, Fl 33156

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

1300 MOFFETT STREET  
HALLANDALE FL 33009

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

CHRISTOPHER CARVAL

ARTICLE VII

The Corporation shall have One (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

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

CHRISTOPHER CARVAL  
1300 MOFFETT STREET HALLANDALE FL 33009


ARTICLE IX

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

CHRISTOPHER CARVAL  
1300 MOFFETT STREET HALLANDALE FL 33009

ARTICLE X

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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

\*\*\*\*\*

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

FIRST: CARVATAL MASSAGE & FITNESS INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation:

1300 MOFFETT STREET  
HALLANDALE FL 33009

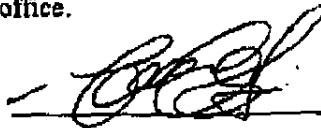
SECOND: The name of the initial Registered Agent of this Corporation is:

CHRISTOPHER CARVATAL

as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

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



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