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FILED

99 MAR -8 AM 9:39

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Telephone (850) 479-1126

Telecopier (850) 479-1128

Board Certified  
Business Litigation

March 4, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32399

800002798778--5

-03/09/99--01018--003

\*\*\*\*122.50 \*\*\*\*\*78.75

**EFFECTIVE DATE**

3-4-99

RE: Emerald Beach Tan Club & Boutique, Inc.  
Incorporation

Gentlemen:


Enclosed herewith please find executed original and copy of Articles of Incorporation with respect to Emerald Beach Tan Club & Boutique.

Also enclosed please find our check in the amount of \$122.50 in payment of the following fees:

Designation of Registered Agent	35.00
Filing Fee	35.00
Certified Copy	52.50
<b>TOTAL</b>	<b>\$122.50</b>

Please file the Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Very truly yours,

  
J. D. Smith  
For the Firm

JDS/slw  
Enclosures

F:\MyFiles\Users\Slw\E00289\DOS.Articles

GAVE  
D. D. Smith's secretary -  
AUTHORIZATION BY PHONE TO  
CORRECT add suffix  
to corp name  
DATE PK  
EOD. 3/15/99

p Hall

MAR 15 1999

**EFFECTIVE DATE**  
3-4-99

**ARTICLES OF INCORPORATION**

**OF**

**EMERALD BEACH TAN CLUB & BOUTIQUE, INC.**

**FILED**  
99 MAR -8 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 AND PRINCIPAL OFFICE**

The name of this corporation is **EMERALD BEACH TAN CLUB & BOUTIQUE, INC.** and its principal office is located at 4054 Oak Pointe Drive, Gulf Breeze, Florida 32561.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 4054 Oak Pointe Drive, Gulf Breeze, Florida 32561 and the name of this corporation's initial registered agent is Pamela K. Pate.

**ARTICLE VII**  
**INCORPORATORS**

The name and address of the incorporator is Pamela K. Pate, 4054 Oak Pointe Drive, Gulf Breeze, Florida 32561.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles  
of Incorporation this 4 day of MARCH, 1999.

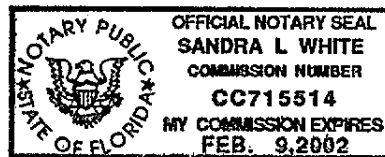
Pamela K. Pate  
PAMELA K. PATE, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of MARCH,  
1999, by Pamela K. Pate, who personally appeared before me and who is personally known to me  
or who has produced \_\_\_\_\_ as identification.

Sandra L. White  
Notary Public, State of Florida  
Sandra L. White  
(Name of Acknowledger Printed)  
Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_



FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

99 MAR -8 AM 9:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, PAMELA K. PATE, hereby accept the appointment as Registered Agent for  
EMERALD BEACH TAN CLUB & BOUTIQUE, INC., as set forth in its Articles of Incorporation being  
filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this  
4 day of March, 1999.

  
PAMELA K. PATE