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BUSINESS SERVICE SYSTEMS, PA

Accounting and Tax Professionals

7901 - 4th Street N., Suite 101 St. Petersburg, Florida 33702 7 AUG 18
7 AUG 18
Office Use Office

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

| 1. | | | | DA DA |
|--------------|---------------------------|------------|------------------------------------|-------------|
| *- | (Corporation Name) | (Docur | nent #) | |
| 2 | (Corporation Name) | (Docur | nent #) | |
| 3 | (Corporation Name) | (Docur | nent #) | |
| 4 | (Corporation Name) | (Досш | nent #) | |
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| NEW FILINGS | AMENDMENTS |
|-------------------|--|
| Profit | Amendment |
| NonProfit | Resignation of R.A., Officer/ Director |
| Limited Liability | Change of Registered Agent |
| Domestication | Dissolution/Withdrawal |
| Other | Merger |

| 靈 | OTHER FILINGS |
|---|------------------|
| | Annual Report |
| | Fictitious Name |
| | Name Reservation |

| 疆 | REGISTRATION/ |
|---|---------------------|
| | Forcign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |
| | Other |

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Examiner's Initials 8/20/97

ARTICLES OF INCORPORATION

FILED

OF

97 AUG 18 AM 10: 02

BEVERLY HILLS TAN, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of this corporation shall be Beverly Hills Tan, Inc.

Article II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 2795 Gulf to Bay Blvd., Clearwater, FL 34619.

Article II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article III. DURATION

This corporation shall exist perpetually.

Article IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value stock, which shall be designated "Common Shares".

Article V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2795 Gulf to Bay Blvd., Clearwater, FL 34619, and the name of the initial registered agent of this corporation at that address is Dan Meier.

Article VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and address of the initial directors of this corporation are:

Dan Meier & Michelle Jacobs 2795 Gulf to Bay Blvd. Clearwater, FL 34619

Article VII. OFFICERS

The initial officers of this corporation and their offices shall be as follows:

PRESIDENT

Dan Meier

VICE-PRESIDENT Michele Jacobs

SECRETARY

Michele Jacobs

TREASURER

Michele Jacobs

Article VIII. INCORPORATOR

The name and address of the person signing theses articles is:

Dan Meier 2795 Gulf to Bay Blvd. Clearwater, FL 34619

Article IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article X. EFFECTIVE DATE

This corporation shall become effective upon the filing of these articles.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ______ day of ______, 1997.

Dan Meier Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above, personally appeared ______. Meick , known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation as his free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this _____ day of ______ 1997.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

TERESA RICHTER

MY COMMISSION # CC 641501

EXPRES: March 20, 2000

Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

- 1. The name of the corporation is Beverly Hills Tan, Inc.
- 2. The name and address of the registered agent and office is:

Dan Meier 2795 Gulf to Bay Blvd. Clearwater, FL 34619

Signature: Dan Mora

Title , Pr

President

Date: 8/15/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature

Date

8-16-97

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