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COR AMND/RESTATE/CORRECT OR O/D RESIGN

BODY SHOP OF AMERICA, INC.

Certificate of Status	0
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10/2/2006  
Amended  
Restated

Fax Audit No. H06000242256

ARTICLES OF RESTATEMENT  
OF  
BODY SHOP OF AMERICA, INC

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby amend and restate its Articles of Incorporation as heretofore amended.

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06 OCT -3 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. The name of the corporation is Body Shop of America, Inc.

2. The text of the Amended and Restated Articles of Incorporation of the corporation, as amended hereby, is annexed hereto and made a part hereof.

\* \* \* \* \*

CERTIFICATE

It is hereby certified that:

1. The annexed restatement (Amended and Restated Articles of Incorporation) contains amendments to the Articles of Incorporation of the corporation requiring shareholder approval.

2. Articles One through Eight of the Articles of Incorporation of the corporation are hereby amended and restated so as henceforth to read as set forth in the Amended and Restated Articles of Incorporation annexed hereto and made a part hereof.

3. The date of adoption of the aforesaid amendments was October 1, 2006.

4. Only one voting group of shareholders was entitled to vote on the said amendments and restatement.

5. The number of votes cast for the said amendments and restatement by the said voting group of shareholders was sufficient for the approval thereof.

\* \* \* \* \*

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6. The effective time and date of these Articles of Restatement shall be at 5 p.m.  
on October 2, 2006.

Executed on October 1, 2006.

Body Shop of America, Inc.

By: 

George Kolber  
Chairman and President

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**BODY SHOP OF AMERICA, INC.**

The undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE I**

**NAME AND ADDRESS**

Section 1.1 **Name.** The name of the corporation is Body Shop of America, Inc.

Section 1.2 **Address of Principal Office.** The address of the principal office of the corporation is 6225 Powers Avenue, Jacksonville, Florida 32217.

Section 1.3 **Mailing Address.** The mailing address of the Corporation is 6225 Powers Avenue, Jacksonville, Florida 32217.

**ARTICLE II**

**DURATION**

Section 2.1 **Duration.** This corporation shall exist perpetually.

**ARTICLE III**

**PURPOSES**

Section 3.1 **Purposes.** This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL**

Section 4.1 **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is five thousand (5,000) shares of voting common stock having a par value of \$0.01 per share.

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## ARTICLE V

### REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address.** The street address of the registered office of this corporation is 5150 Belfort Road, Building 100, Jacksonville, Florida 32256, and the name of the registered agent of this corporation at that address is Ansbacher & Schneider, PA.

## ARTICLE VI

### BYLAWS

Section 6.1 **Bylaws.** The bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

## ARTICLE VII

### INDEMNIFICATION

Section 7.1 **Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## ARTICLE VIII

### INCORPORATOR

Section 8.1 **Incorporator.** These are amended and restated articles of incorporation of an existing corporation, the names and addresses of the original incorporators being set forth in the original articles of incorporation.

## ARTICLE IX

### AMENDMENT

Section 9.1 **Amendment.** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

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**IN WITNESS WHEREOF**, the Chairman of the Board of Directors has executed these Articles the 1st day of October, 2006.

  
George Kolber, Chairman

Signature Page to A&R BSOA Charter

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