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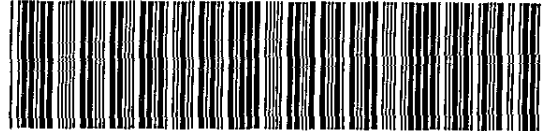
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03/24/03--01082--007 **70.00

FILED

03 MAR 24 AM 10:59

CLERK OF STATE
AT THE FLORIDA

March 20, 2003

Division of Corporations
P.O. # 6327
Tallahassee, FL 32314

Dear Sirs,

Enclosed are registration documents
and check.

Respectfully submitted,

Raoul Andrieu

FILED
03 MAR 24 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Aspen Spa Management
3450 Dunes Vista Dr.
Pompano Beach, FL 33069

Tel: (954) 917.90.89

FAX: (954) 917.91.85

Email: ISPARS@ATTBI.com

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ASPEN SPA MANAGEMENT CORP.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. Co. ID : 1688001

(FEI number, if applicable)

4. 12-6-1996

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3450 DUNES VISTA DR. POMPANU BEACH, FL. 33069

(Principal office address)

" " " " " " " "

(Current mailing address)

8. COMPANY IS A DESIGN & OPERATION CONSULTANT IN SPA INDUSTRY
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: RAOUL ANDREWS
~~Corporation Service Company~~

Office Address: ~~1801 Davis Street~~ 3450 Dunes Vista Dr.
~~1801 Davis Street~~ Pompano Beach, Florida 33069
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

~~Corporation Service Company~~

Raoul Andrews.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: ~~See attached officers/directors rider~~ RAOUL ANDREWS

Address: 3450 Dunes Vista, DA.
Pompano Beach - Fl. 33069

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: ~~See attached officers/directors rider~~ RAOUL ANDREWS

Address: 3450 Dunes Vista Dr.
Pompano Beach, Fl. 33069

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Raoul Andrews
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RAOUL ANDREWS
(Typed or printed name and capacity of person signing application)

Delaware

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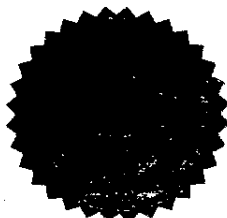
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASPEN SPA MANAGEMENT CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF MARCH, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ASPEN SPA MANAGEMENT CORP." WAS INCORPORATED ON THE SIXTH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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03 MAR 24 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2309469

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DATE: 03-14-03