

F98000001742

ARTHUR L. HEROLD
ALAN R. DYE
EDWARD D. COLEMAN
FRANK M. NORTHAM
JOHN W. HAZARD, JR.
CHARLES M. WATKINS
HUGH K. WEBSTER
DAVID P. GOCH
BRENNLEY LOCKE ELIAS
RAYMOND CASHEN II*
*NOT ADMITTED IN D.C.

LAW OFFICE
WEBSTER, CHAMBERLAIN & BEAN
1747 PENNSYLVANIA AVENUE, N.W.

WASHINGTON, D.C. 20006
(202) 785-9500
FAX: (202) 835-0243

GEORGE D. WEBSTER (1921-1995)
OF COUNSEL
CHARLES E. CHAMBERLAIN
J. COLEMAN BEAN
BURKETT VAN KIRK
KENT MASTERSON BROWN
JAMES BOPP, JR.

March 17, 1998

Florida Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, FL 32314

300002463233--0
-03/20/98--01040--002
***122.50 ***122.50

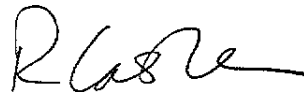
w98-6266

Dear Sirs/Mesdames:

Please accept the enclosed certificate of authority for The Suntanning Association For Education. Pursuant to your instruction, I have enclosed a check for \$122.50 to cover filing fees as well as a certificate of existence from the State of Texas.

Please call me if you have any questions at (202)785-9500. Thank you very much.

Sincerely,



Raymond Cashen

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 AM 9:26
w98-6266



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1998

RAYMOND CASHEN
WEBSTER, CHAMBERLAIN & BEAN
1747 PENNSYLVANIA AVENUE NW
WASHINGTON, DC 20006

SUBJECT: SUNTANNING ASSOCIATION FOR EDUCATION
Ref. Number: W98000006266

We have received your document for SUNTANNING ASSOCIATION FOR EDUCATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 098A00015147

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

SUBJECT: Sustaining Association For Education
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not For Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign nonprofit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

David P. Goch
(Name of Person)

Webster, Chamberlain & Bean
(Firm/Company)

1747 Pennsylvania Ave, Ste. 1000
(Address)

Washington, D.C. 20006
(City, State and Zip Code)

For further information concerning this matter, please call:

David Goch at (202) 785-9500
(Name of Person) Area Code & Daytime Telephone Number

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

1. SUNTANNING ASSOCIATION FOR EDUCATION, Inc.

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Texas 3. 59-2544658

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

(FEI number, if applicable)

4. 8/21/86 5. Perpetual

(Date of Incorporation)

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

6. Upon Qualification

(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 913 Gulf Breeze Parkway, No. 22

Gulf Breeze, Fl 32561
(Current mailing address)

8. Educational nonprofit (suntanning)
(Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida)

9. Name and street address of Florida registered agent:

Corporation Service Company

(Name)

1201 Hays Street

(Office address)

Tallahassee, Florida 32301
(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

By:

Gloria M. Barry, Asst. Secy.
(Gloria M. Barry, Asst. Secy.)
(Registered agent's signature)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 AM 9:26

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.

12. Names and addresses of officers and/or directors: (Street address only- P.O. Box NOT acceptable)

A. Directors (Street address only- P.O. Box NOT acceptable)

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: See attached

Address: _____

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.

Bradley J. Kelly
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Bradley J. Kelly, Treasurer

(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 AM 9:26

1997

S.A.E. National Board Members & Officers

David Andreano

Vice President, Board Leader for
Education and Training Development
Tan Fastic Tanning Center
7201 Archibald Ave., Suite 12
Alta Loma, CA 91701
909-989-2120
909-989-0996 FAX

Joy Diamond

President, Board Leader for
Membership Development
Finance Committee Member
Place in the Sun
10194 Baltimore National Pike
Ellicott City, MD 21042
410-461-1786
410-461-6447 FAX

Carol Sloan Goodall

Secretary, Board Leader for
Image Management
Carolina Tan
7308-H E. Independence Blvd.
Charlotte, NC 28277
704-535-9387
704-841-4901 FAX

Bradley Kelly

Treasurer, Board Leader for Legislative Action
Finance Committee Member
Kelsun Distributors, Inc.
13000 Bel Red Road, #206
Bellevue, WA 98005
800-223-3808
206-453-1199 FAX

Karen Meade-Bentlage

Board Leader: Membership
Future Industries of America, Inc.
626 Surf Avenue
Stratford, CT 06497
800-346-3136
203-380-9316 FAX

Janis Riley

Board Leader for
Volunteer Development
Tanfastic Tanning Spa, Inc.
1793 Washtenaw
Ypsilanti, MI 48197
313-487-8100
313-483-3666 FAX

Joe Schuster

Board Leader for Media Relations
Finance Committee Chairman
Wolff System Technology Corporation
75 Fourteenth St., Suite 2710
Atlanta, GA 30309
800-959-6533
404-888-9128 FAX

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 AM 9:27



The State of Texas

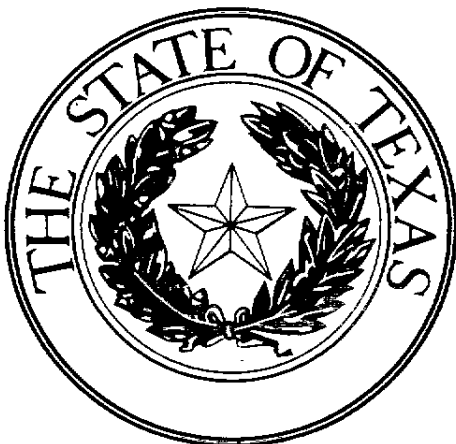
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

SUNTANNING ASSOCIATION FOR EDUCATION
File No. 1008116-01

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 26 AM 9:27



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on March 12, 1998.*

Alberto R. Gonzales
Secretary of State

PH