70000000007 Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000011641 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4001

From: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.

Account Number : 075471001363 Phone : (305)374-5600 Fax Number : (305)374-5095

FLORIDA PROFIT CORPORATION OR P.A.

STEINER SPA RESORTS (NEW YORK), INC.

0
02
\$78.75

20424 - 94319

OO MAR 15 PM 4: 21

Electronic Filing Manu-

Cornorate Filing

Public Access Help.

B. McKnight MAR 1 5 2000

+3053745095

DO HAR 15 PN 4: 2

(H00000011641 8)

ARTICLES OF INCORPORATION OF STEINER SPA RESORTS (NEW YORK), INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is Steiner Spa Resorts (New York), Inc. (hereinafter called the "Corporation").

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is: 770 South Dixie Highway, 2nd Floor, Coral Gables, Florida 33146.

ARTICLE III CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue is twenty-five thousand (25,000) shares, \$.001 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is: 770 South Dixie Highway, 2nd Floor, Coral Gables, Florida 33146. The name of the Corporation's initial registered agent at that office is Carl St. Philip.

ARTICLE V INCORPORATOR

The name and street address of the incorporator of the Corporation is: Carl St. Philip, 770 South Dixie Highway, 2nd Floor, Coral Gables, Florida 33146.

(H00000011641 8)

ARTICLE VI INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or any person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of March, 2000.

Carl St. Philip Incorporator

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of STEINER SPA RESORTS (NEW YORK), INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 14th day of March, 2000.

Carl St. Philip