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CIRCUIT COURT MEDIATOR  
COUNTY COURT MEDIATOR

July 5, 2000

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\*\*\*122.50 \*\*\*78.75

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: PERFECT TAN, INC.

Gentlemen:

Please find original and one copy of the Articles of Incorporation and Consent of Resident Agent for filing with your office, reference above, along with my office check #31802 in the amount of \$122.50 representing filing fee.

Please endorse your approval of the Articles of Incorporation on the enclosed copy, certify and return same to this office.

Thank you.

Sincerely yours,

Jerome L. Teppes, Esq.

FILED  
00 JUL 10 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JLT/ps

Enclosures: as noted

743  
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ARTICLES OF INCORPORATION OF

PERFECT TAN, INC.

ARTICLE I

NAME

The name of the corporation is PERFECT TAN, INC.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing with the Secretary of State. This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

FILED  
00 JUL 10 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V

CORPORATE OFFICE

The address of the corporate office is 2115 K Spring Harbor Drive, Delray Beach, Florida 33445 or as otherwise reflected in the annual report.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2115 K Spring Harbor Drive, Delray Beach, Florida 33445 and the name of the initial Registered Agent of this corporation at that address is TRACY A. EGLER.

ARTICLE VII

INITIAL BOARD OF DIRECTOR/INCORPORATOR

The corporation shall have one director 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 nor more than three. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
TRACY A. EGLER	2115 K Spring Harbor Drive Delray Beach, Florida 33445

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5 day of July, 2000.

  
\_\_\_\_\_  
TRACY A. EGLER

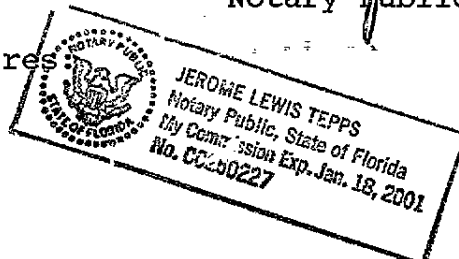
STATE OF FLORIDA )  
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TRACY A. EGLER known to me and known by me or who produced N/A as identification, who did take an oath, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State of County above mentioned, this 5 day of July, 2000.

  
\_\_\_\_\_  
Notary Public/State of Florida

my commission expires



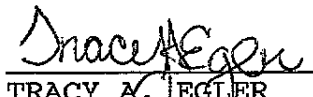
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

Pursuant to Section 48.091 and Section 607.034(3), Florida  
Statutes, the following is submitted in compliance with said  
Sections:

PERFECT TAN, INC. desires to organize under the Laws of the  
State of Florida with its registered office as indicated in the  
Articles of Incorporation at 2115 K Spring Harbor Drive, Delray  
Beach, Florida 33445 and has named TRACY A. EGLER as its Agent  
to accept service of process within this State.

CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the above  
named corporation, at the place designated in this Certificate, I  
hereby accept to act in this capacity, and agree to comply with  
the provisions of said Sections relative to keeping open said  
office.

  
TRACY A. EGLER

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FILED  
00 JUL 10 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399