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ACCOUNT NO. : 072100000032

REFERENCE : 833457 8440A

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 78.75

00 SEP 18 PM 4:13

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ORDER DATE : September 18, 2000

ORDER TIME : 1:0 PM

ORDER NO. : 833457-005

CUSTOMER NO: 8440A

CUSTOMER: Douglas A. Daniels, Esq  
Heebner, Baggett & Daniels

523 North Halifax Avenue

Daytona Beach, FL 32118

700003396387--0

DOMESTIC FILING

NAME: *N*ILE SPA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

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*g*

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SECRETARY OF STATE  
INCORPORATIONS

ARTICLES OF INCORPORATION

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OF

NILE SPA, INC.  
a Florida corporation

ARTICLE I

NAME

The name of the corporation is NILE SPA, INC. The address of the principal office of the corporation is 1 South Old Kings Road, Ormond Beach, FL 32174, and the mailing address of the corporation shall be the same.

ARTICLE II

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporation's existence shall be the time these Articles of Incorporation are subscribed and acknowledge if filed with the Department of State of the State of Florida within five (5) days after such date, or, if not so filed within five (5) days, the date and time of such filing with the Department of State.

ARTICLE III

GENERAL PURPOSES

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law or any other state, country, territory or nation.

ARTICLE IV

SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 100 shares of common voting stock having \$ .01 par value per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the

Corporation is 523 North Halifax Avenue, Daytona Beach, Florida 32118. The name of the initial registered agent of the Corporation at such address is Douglas A. Daniels.

#### ARTICLE VI

##### DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as a member thereof is as follows:

DONNA XYNIDIS  
1 South Old Kings Road  
Ormond Beach, Florida 32174

The number of directors may be changed from time to time by the bylaws.

#### ARTICLE VII

##### SPECIAL PROVISIONS

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C, 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

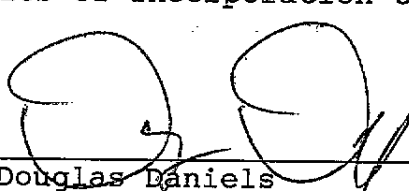
#### ARTICLE VIII

##### INCORPORATOR

The name and address of the incorporator and subscriber to One Hundred shares of common voting stock of this corporation is as follows:

Douglas Daniels                      523 North Halifax Avenue  
Daytona Beach, FL 32118

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles of Incorporation this 8th day of September, 2000.

  
\_\_\_\_\_  
Douglas Daniels

STATE OF FLORIDA :

:ss

COUNTY OF VOLUSIA:

FILED  
NOTARY OF STATE  
DIVISION OF CORPORATIONS

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The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of September, 2000, by Douglas Daniels, as director, acting for and on behalf of Nile Spa, Inc., who is personally known to me and who did not take an oath.



Peggy A. Pendergrass  
MY COMMISSION # CC904031 EXPIRES  
March 17, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

Peggy A. Pendergrass  
Notary Public, State of Florida  
Peggy A. Pendergrass  
Type, print or stamp name

Date commission expires:

**CERTIFICATE DESIGNATING REGISTERED**

**AGENT AND STREET ADDRESS FOR**

**SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, Nile Spa, Inc., hereby designates Douglas A. Daniels, 523 North Halifax Avenue, Daytona Beach, Florida 32118, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

Nile Spa, Inc.

By: Douglas A. Daniels

**ACCEPTANCE OF DESIGNATION**

The undersigned, Douglas Daniels, hereby accepts designation as the registered agent for Nile Spa, Inc., for service of process within the State of Florida.

Douglas A. Daniels