LJ ASSOCIATES

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7344 W. Atlantic Blvd. Margate, FL 33063

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November 15, 2000

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Secretary of State Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399

RE: Mega Tan U.S.A. of Florida, Inc. 9858 Glades Rd. Suite D1 Boca Raton, FL 33434

Dear Sir\Madam:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$70.00.

This represents the cost of the filing fees and fee for registered agent designation for the above named corporation.

Very Truly Yours,

Larry J. Schluchter

LJS\ms

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dip

ARTICLES OF INCORPORATION

FOR

MEGA TAN U.S.A. OF FLORIDA, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

Article I - Corporate Name

The name of the corporation is:

MEGA TAN U.S.A. OF FLORIDA, INC.

Principle Address:

9858 GLADES RD. SUITE D1 BOCA RATON, FL 33434

Article II - Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III - Purpose

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

The corporation is authorized to issue five hundred shares (500) of one dollar (\$1.00) par value Common Stock which shall be designated

Article V - Initial Registered Office and Agent

The name and street address of the Initial Registered Agent of this Corporation is:

BRIAN TEMKIN 11641 NW 13TH MANOR CORAL SPRINGS, FL 33071

Article VI - Initial Board of Directors

This corporation shall have TWO(2) director(s) initially. The number of directors may be either increased or decreased from time to time by the By-Lays, but shall never be less than one(1). The names and addresses of the initial directors of the corporation and number of shares owned are as follows:

BRIAN TEMKIN 250shares 11641 NW 13TH MANOR CORAL SPRINGS, FL 33071

JUDY TEMKIN 250shares 11641 NW 13TH MANOR CORAL SPRINGS, FL 33071

Article VII - Incorporators

The name and address of the person signing these Articles of Incorporation is as follows:

BRIAN TEMKIN 11641 NW 13TH MANOR CORAL SPRINGS, FL 33071

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this to day of Worlmole, woo.

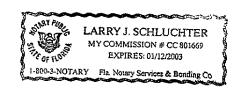
STATE OF FLORIDA COUNTY OF BROWARD

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared <u>BRIAN TEMKIN</u> known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he\she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this Moday of Movember, 2000.

Notary/Public

personally known



CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

FILED

00 NOV 20 PM 5: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Registered Agent

Mega Tan U.S.A. of Florida, Inc. 9858 Glades Rd. Suite D1 Boca Raton, FL 33434

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

11641 NW 13th Manor Coral Springs, FL 33071

has named <u>BRIAN TEMKIN</u> located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Registered Agent

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

This document was prepared by:

LJS ASSOCIATES, INC. 7344 W. Atlantic Blvd. Margate, FL 33063