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November 28, 2001

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Department of State
Division of Corporations
409 E. Gaines Street
P.O. Box 6327
Tallahassee, FL 32314

Re: Rhythm-n-Moves Dance, Inc.
Articles of Incorporation

Dear Sir or Madam:

Enclosed are an original and two copies of the articles of incorporation for Rhythm-n-Moves Dance, Inc., and our check for \$87.50. Please return the certified copy and certificate of status to my attention at the above address. If you have questions, please do not hesitate to contact me. Thank you for your assistance with this matter.

Very truly yours,

Janet L. Drake

Janet L. Drake

Enclosures

FILED
2001 NOV 29 AM 11:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/12/01

FILED

2001 NOV 29 AM 11:51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
Of
RHYTHM-N-MOVES DANCE, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

Article I—Name

The name of this corporation shall be Rhythm-n-Moves Dance, Inc.

Article II—Principal Office

The principal place of business/mailling address is:

2329 Costa Verde Boulevard-No. 201
Jacksonville Beach, Florida 32250.

Article III—Purpose

The purpose for which this corporation is organized is for any lawful purpose or purposes.

Article IV—Shares

The maximum number of shares this corporation is authorized to issue is one thousand two hundred (1,200) shares, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

Article V—Registered Service Agent

The name and Florida street address of the corporation's registered service agent is :

Teresa M. Grady
2329 Costa Verde Boulevard-No. 201
Jacksonville Beach, Florida 32250.

Article VI—Incorporator

The names and street addresses of the incorporators of these articles of incorporation are:

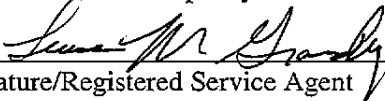
Teresa M. Grady
2329 Costa Verde Boulevard-No. 201
Jacksonville Beach, Florida 32250;

Jill E. DiBerardino
402 Apt. D 13th Avenue
N. Jacksonville Beach, FL
32250

Tawny M. Cumming
2329 Costa Verde Boulevard-No. 201
Jacksonville Beach, Florida 32250;

The undersigned has executed these articles of incorporation on November 28, 2001.


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept as registered agent and agree to act in this capacity.



Signature/Registered Service Agent

11/28/01

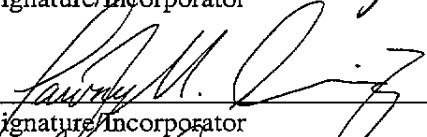
Date



Signature/Incorporator

11/28/01


Date



Signature/Incorporator

11/28/01

Date



Signature-Incorporator

11/28/01

Date

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SECRETARY OF STATE
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