

(SAM MAIL LETTER TYPE TRANSMISSION)
P02000033151

DATE March 18, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ALLTECH SPA SERVICE, Inc.
(Name of Corporation)

100005136591--3
-03/20/02-01040--021
*****78.75 *****78.75

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

03 MAR 20 AM 8:48

Rufus Hickey
(Individual's Name)

ALLTECH SPA SERVICE INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
600 Dorado Ave.		
Orlando, Florida 32807		
PHONE		
(407) 277-5326		
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

ALLTECH SPA SERVICE INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ALLTECH SPA SERVICE INC.

FLA. U.
SECRETARY OF STATE
DIVISION OF CORPORATIONS

02 MAR 20 AM 8:48

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The 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 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	600 Dorado Ave.	
CITY Orlando		FLORIDA
		ZIP 32807

Mailing address, if different

STREET ADDRESS	425 S. Chickasaw Trail #259	
CITY Orlando		FLORIDA
		ZIP 32825-7852

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Rufus Hickey	
ADDRESS	600 Dorado Ave.	
CITY	Orlando	FLORIDA
		ZIP 32807

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

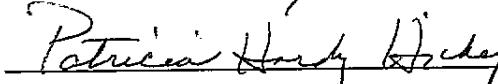
NAME	Rufus Hickey	
ADDRESS	600 Dorado Ave.	
CITY	Orlando	STATE Florida ZIP 32807
NAME	Patricia Hardy Hickey	
ADDRESS	600 Dorado Ave.	
CITY	Orlando	STATE Florida ZIP 32807
NAME		
ADDRESS		
CITY	STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Rufus Hickey	
ADDRESS	600 Dorado Ave.	
CITY	Orlando	STATE Florida ZIP 32807
NAME	Patricia Hardy Hickey	
ADDRESS	600 Dorado Ave.	
CITY	Orlando	STATE Florida ZIP 32807
NAME		
ADDRESS		
CITY	STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 18th
day of March, 2002.

 (Signature)
 (Signature)

(Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

ALLTECH SPA SERVICE INC

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 600 Dorado Ave.

Orlando, Florida 32807

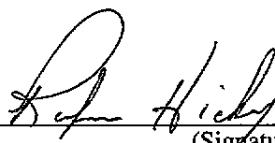
has named Rufus Hickey

located at the aforesaid address, as its registered agent to accept service of process within this state.

FLORIDA
SECRETARY OF STATE
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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Rufus Hickey
(Signature)

March 18, 2002
(Date)