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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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2002 MAY 31 AM 7:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Fantasy Tan Miami, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
FANTASY TAN MIAMI, INC.

THE UNDERSIGNED, have executed the following document as incorporators of the above named corporation, a corporation organized under the laws of the State of Florida and all rights duties and obligations of the undersigned as incorporators, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

FANTASY TAN MIAMI, INC.

ARTICLE II

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, State of Florida or any other state, country, territory or nation.

ARTICLE IV

The aggregated number of shares which this corporation shall have authority to issue is the total of 300.00 shares, having an individual par value of \$100.00 each, and shall be only Common class of stock on this corporation.

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ARTICLE V

The name and address of the initial registered agent, registered office, and principal office of this incorporation shall be:

FABIOLA TRUJILLO
1250 WEST AVE # 6-N
MIAMI BEACH, FL. 33139

ARTICLE VI

The initial Board of Director shall consist of two persons and the names of the persons who are to serve as initial directors shall be:

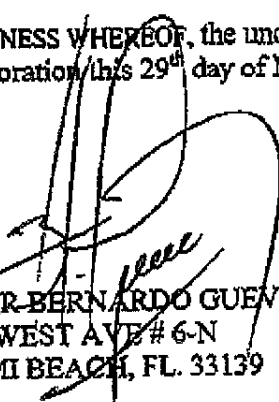
CESAR BERNARDO GUEVARA	VICE-PRESIDENT/ DIRECTOR
FABIOLA TRUJILLO	PRES/SEC/TREASURER/GENERAL MANAGER

ARTICLE VII

The names and address of the incorporators executing these Articles of Incorporation is:

CESAR BERNARDO GUEVARA	FABIOLA TRUJILLO
1250 WEST AVE # 6-N	1250 WEST AVE # 6-N
MIAMI BEACH, FL. 33139	MIAMI BEACH, FL. 33139

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 29th day of May 2002.


CESAR BERNARDO GUEVARA
1250 WEST AVE # 6-N
MIAMI BEACH, FL. 33139


FABIOLA TRUJILLO
1250 WEST AVE # 6-N
MIAMI BEACH, FL 33139

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In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That

FANTASY TAN MIAMI, INC
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office, as

indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida has named

FABIOLA TRUJILLO
1250 WEST AVE # 6-N
MIAMI BEACH, FL. 33139
(Street address and number of building,
Post Office Box address not acceptable)

City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY: [Signature]
Signature
Register Agent
Fabiola Trujillo

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