

PO2000084768

August 15, 2002

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

FILED
02 AUG -5 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subj: Incorporation of HOT BUNZ TANNING, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent. 7000006894667-5

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901, (321) 729-6399.

Thank you for your assistance in this matter.

Sincerely,

Donna Voelpel
Donna Voelpel

g8/6

ARTICLES OF INCORPORATION
OF
HOT BUNZ TANNING, INC.

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ARTICLE I. NAME

The name of this corporation is
HOT BUNZ TANNING, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of
\$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to
purchase his pro rata share (as nearly as may be done without
issuance of fractional shares) at the price at which it is
offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1153 Malabar Rd NE, Suite 14, Palm Bay, FL 32907, and the name of the initial registered agent of this corporation at that address is DONNA VOELPEL.

ARTICLE VII. - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

DONNA VOELPEL
2171 Ramsdale Dr.
Palm Bay, FL 32909

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1153 Malabar Rd NE, Suite 14, Palm Bay, FL 32907 and the mailing address of the corporation is DONNA VOELPEL, 2171 Ramsdale Dr., Palm Bay, FL 32909.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

DONNA VOELPEL
2171 Ramsdale Dr.
Palm Bay, FL 32909

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 15 day of August, 2002.

Donna M Voelpel
DONNA VOELPEL

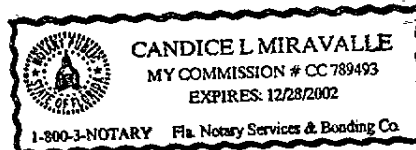
STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Donna Voelpel, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 15 day of August, 2002.

Perskoon

Candice L Miravalle



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That HOT BUNZ TANNING, INC., desiring to organize under
the laws of the State of Florida, with its principal office
at 1153 Malabar Rd NE, Suite 14, Palm Bay, Brevard County,
Florida 32907, has named DONNA VOELPEL, located at 1153
Malabar Rd NE, Suite 14, Palm Bay, Florida 32907, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


DONNA VOELPEL
Registered Agent