

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO2000092368

Royal Spa, Inc.

700007340157--5

-08/26/02--01040--015

*****78.75 *****78.75

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
02 AUG 26 AM 11:02
TALLAHASSEE FLORIDA

FILED
2002 AUG 26 PM 12:44
TALLAHASSEE FLORIDA

Signature _____

Requested by: _____

Name _____

8/26/02
Date

9:45
Time

Walk-In _____

Will Pick Up _____

8/26/02

EFFECTIVE DATE

8/23/02

ARTICLES OF INCORPORATION
OF

Royal Spa, Inc.

2002 AUG 26 PM 12:44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

The name of the Corporation ("Corporation") is Royal Spa, Inc.

ARTICLE II

The existence of the Corporation shall begin on August 23, 2002.

ARTICLE III

The street address of the principal office of the Corporation is 690 Eugenia Road, Vero Beach, FL 32963.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 10,000, par value \$1.00 per share, 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

The initial street address of the Corporation's registered office is 690 Eugenia Road, Vero Beach, Florida 32963. The initial registered agent for the Corporation at that address is Wolfgang E. Sauer.

ARTICLE VI

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Wolfgang Sauer	690 Eugenia Road Vero Beach, FL 32963
Kum J. Sauer	690 Eugenia Road Vero Beach, FL 32963

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
Wolfgang Sauer	690 Eugenia Road Vero Beach, FL 32963

ARTICLE VIII

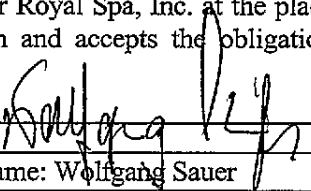
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on August 22, 2002.

	 Name: Wolfgang Sauer
--	--

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Royal Spa, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

	 Name: Wolfgang Sauer
--	--

Date: August 22, 2002

FILED
2002 AUG 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA