

**Electronic Articles of Incorporation
For**

P02000096361
FILED
September 06, 2002
Sec. Of State

SUNLESS TANNING SOLUTIONS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SUNLESS TANNING SOLUTIONS, INC.

Article II

The principal place of business address:

14838 S. MILITARY TRAIL
DELRAY BEACH, FL. 33484

The mailing address of the corporation is:

14838 S. MILITARY TRAIL
DELRAY BEACH, FL. 33484

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100 SHARES AT \$1.00 PAR VALUE PER SHARE

Article V

The name and Florida street address of the registered agent is:

JEFFREY L STANGER
14838 S. MILITARY TRAIL
DELRAY BEACH, FL. 33484

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEFFREY L. STANGER

Article VI

The name and address of the incorporator is:

CORPORATION SERVICE COMPANY
2711 CENTERVILLE ROAD
SUITE 400
WILMINGTON, DE 19808

Incorporator Signature: LAURA R. DUNLAP

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
JEFFREY L STANGER
14838 S. MILITARY TRAIL
DELRAY BEACH, FL. 33484

Title: D
LLOYD GLANTZ
14838 S. MILITARY TRAIL
DELRAY BEACH, FL. 33484