

P03000076530

PAUL R. FINCH
498 CHAMBERLIN AVE NW
PALM BAY, FL
32907

(City/State/Zip/Phone #)

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PICK-UP

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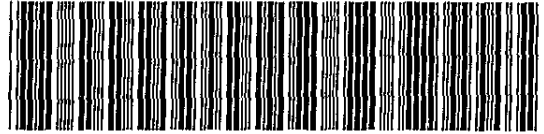
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2003 JUL -7 AM 11:00
CLERK OF STATE
TALLAHASSEE FLORIDA

FILED

7/14/03

ARTICLES OF INCORPORATION
of
CLOUD NINE SALON & MASSAGE, INC.

FILED

2003 JUL -7 AM 11:00

The undersigned subscriber(s) to these Articles of Incorporation of the State of Florida, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME
CLOUD NINE SALON & MASSAGE, INC.

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 one hundred thousand shares (100,000) of ten cent (\$.10) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT AND CORPORATE OFFICE

The name and street address of the Initial Registered Agent of this corporation is:

FRANK BRUNN
407 EAST NEW HAVEN AVENUE
MELBOURNE, FL. 32901-4507

The street address of the corporate office is:

CLOUD NINE SALON & MASSAGE, INC.
707 EAST NEW HAVEN AVENUE
MELBOURNE, FL. 32901

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be either increased or decreased 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:

PAUL AND MARY LOU FINCH
498 CHAMBERLIN AVENUE NW
PALM BAY, FL. 32907

MELODY K. FILEWICH
770 WILDBRIAR ROAD NE #210
PALM BAY, FL. 32905

NOEMI B. FINGAR
1763 LARAMIE CIRCLE
MELBOURNE, FL. 32940

CAROL ANN HOLCOMBE
5693 STAR RUSH DRIVE #101
MELBOURNE, FL. 32940

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
CLOUD NINE SALON & MASSAGE, INC.

2003 JUL -7 AM 12:00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Florida Statutes 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered agent and office as indicated in the Articles of Incorporation has named:

FRANK BRUNN
407 EAST NEW HAVEN AVENUE
MELBOURNE, FL. 32901-4507

located at the aforesaid address, as its registered agent to accept services of process within the State of Florida.

ACKNOWLEDGEMENT

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

[Signature]

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

PAUL AND MARY LOU FINCH
498 CHAMBERLIN AVENUE NW
PALM BAY, FL. 32907

MELODY K. FILEWICH
770 WILDBRIAR ROAD NE #210
PALM BAY, FL. 32905

NOEMI B. FINGAR
1763 LARAMIE CIRCLE
MELBOURNE, FL. 32940

CAROL ANN HOLCOMBE
5693 STAR RUSH DRIVE #101
MELBOURNE, FL. 32940

NAME *Paul R Finch & Mary Lou Finch* DATE *7/3/03*

NAME *Noemi B. Fingar* DATE *7/3/03*

NAME *Melody K. Filewich* DATE *7-3-03*

NAME *Carol Ann Holcombe* DATE *7/2/03*

NAME _____ DATE _____