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Division of Corporations

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
STUDIO K DANCE, INC.**

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of Studio K Dance, Inc., originally filed on August 12, 2003, are amended and restated in their entirety to read as follows:

ARTICLE I - NAME

The name of the corporation is Studio K Dance, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office of the Corporation is:

4588 San Jose Boulevard
Jacksonville, Florida 32207

The mailing address of the Corporation is:

4584 San Jose Boulevard
Jacksonville, Florida 32207

ARTICLE III - DURATION AND EXISTENCE: EFFECTIVE DATE

The Corporation will exist perpetually. These Amended and Restated Articles of Incorporation shall be effective on the date of filing of these Amended and Restated Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of performing lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The aggregate number of shares which this Corporation is authorized to issue is 1,000,000 shares of common stock. Each share shall have a par value of \$0.01.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates One Independent Drive, Suite 1200, Jacksonville, Florida 32202 as the street address of the Corporation's registered office, and (ii) names Intrepid Registered Agent Services, LLC, as the Corporation's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) director. 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 director of this Corporation is:

Nicole E. Stokes
6020 San Jose Boulevard
Jacksonville, Florida 32217

Prepared by:
Driver, McAfee, Griggs & Peck, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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ARTICLE VIII - OFFICERS

The names and addresses of the officers of this Corporation are:

Nicole E. Stokes President and Treasurer
6020 San Jose Boulevard
Jacksonville, Florida 32217

James J. Stokes Secretary
6020 San Jose Boulevard
Jacksonville, Florida 32217

ARTICLE IX - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

IN WITNESS THEREOF, the undersigned, acting on behalf of the Corporation and being the sole shareholder of the Corporation, has hereunto set her hand and seal this 22nd day of June, 2006.

STUDIO K DANCE, INC.

By: 
Nicole Stokes, Sole Shareholder

Prepared by:
Driver, McAfee, Griggs & Peek, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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ADOPTION OF AMENDED AND RESTATED ARTICLES OF INCORPORATION

The foregoing Amended and Restated Articles of Incorporation were adopted and approved by the Corporation's sole shareholder pursuant to Section 607.1003(6), Florida Statutes, on June 14, 2006. The number of votes cast by the shareholder for the amendments contained in the foregoing Amended and Restated Articles of Incorporation were sufficient for approval of the same.

STUDIO K DANCE, INC.

By:


Nicole Stokes, Director

ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Amended and Restated Articles of Incorporation, and to comply with the provisions of Chapter 607, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: June 22, 2006

INTREPID REGISTERED AGENT SERVICES, LLC

By:


Gwen Hutcherson Griggs, Executive Vice President

Prepared by:
Driver, McAfee, Griggs & Peek, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
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