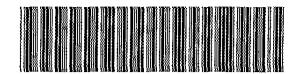
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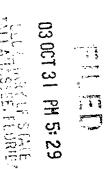
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MICHAEL DAVID McDonough

ATTORNEY AT LAW

12798 FOREST HILL BOULEVARD, SUITE 201A

Wellington, Florida 33414

OF COUNSEL: JOHN P. FENNER, ESQ. BOCA RATON, FLORIDA

(561) 791-0590 FAX (561) 791-7326

October 29, 2003

Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION OF "MN SPA SERVICES, INC."

Dear Sir or Madam:

I am enclosing herewith the original and one copy of the new Articles of Incorporation with the new name for above-referenced corporation. I have previously enclosed a check in the sum of \$78.75 which represents the following fees: (607.0122)

Filing fee	\$35.00
Certified copy	\$ 8.75
Registered Agent fee	\$35.00
Total	\$78.75

Also enclosed please find a copy of your letter dated October 8, 2003, stating that the previous name "MN SERVICES, INC., was unavailable. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated. If you have any questions or if there are problems with which you wish to discuss, please do not hesitate to contact me.

Sincerely yours,

Michael David McDonough

MDM/ps



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 8, 2003

MICHAEL DAVID MCDONOUGH 12798 FOREST HILL BOULEVARD, SUITE 201A WELLINGTON, FL 33414

SUBJECT: MN SERVICES, INC. Ref. Number: W03000029074

We have received your document for MN SERVICES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram Document Specialist New Filings Section

Letter Number: 603A00055158

ARTICLES OF INCORPORATION

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OF

03 OCT 31 PM 5: 29

SECRETARY OF STATE FALLAHASSEE. FLORIDA

"MN SPA SERVICES, INC."

ARTICLEI

The name of this corporation is "MN SPA SERVICES, INC."

ARTICLE II

The initial principal office of the corporation is located at 1115 Haverhill Road, West Palm Beach, Florida 33417. The initial mailing address of the corporation is 1115 Haverhill Road, West Palm Beach, Florida 33417.

ARTICLE III

The number of shares the corporation is entitled to issue is 1,000 shares.

ARTICLE IV

The street address of the initial registered office of this corporation is 12798 Forest Hill Boulevard, Suite 201A, Wellington, Florida 33414, and the name of the initial registered agent of this corporation at that address is MICHAEL DAVID MCDONOUGH.

ARTICLE Y

The name and address of the incorporator is Matthew Nelson, 1115 Haverhill Road, West Palm Beach, Florida 33417.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this $\frac{27}{100}$ day of October, 2003.

MATTHEW NELSON

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.0505, Florida Statutes 1993.

MICHAEL DAVID MCDONOUGH

03 OCT 31 PM 5: 29