

**Electronic Articles of Incorporation
For**

P03000151326
FILED
December 15, 2003
Sec. Of State

COOL RAYS .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:

COOL RAYS .INC

Article II

The principal place of business address:

8130 W. WATERS AVE.
100-B
TAMPA, FL. 33615

The mailing address of the corporation is:

8130 W. WATERS AVE.
100-B
TAMPA, FL. 33615

Article III

The purpose for which this corporation is organized is:

OFFER PATRONS INDOOR TANNING AND TANNING PRODUCTS...

Article IV

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

100

Article V

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

JEFFERY S WILSON
8130 W. WATERS AVE
100-B
TAMPA, FL. 33615

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

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Registered Agent Signature: JEFFERY S. WILSON

Article VI

The name and address of the incorporator is:

JEFFERY S. WILSON
8130 W. WATERS AVE
TAMPA FL. 33625

Incorporator Signature: JEFFERY S. WILSON

Article VII

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

Title: P
JEFFERY S WILSON
10801 VENICE CIRCLE
TAMPA, FL. 33635

Title: VP
FARNAZ WILSON
10801 VENICE CIRCLE
TAMPA, FL. 33635