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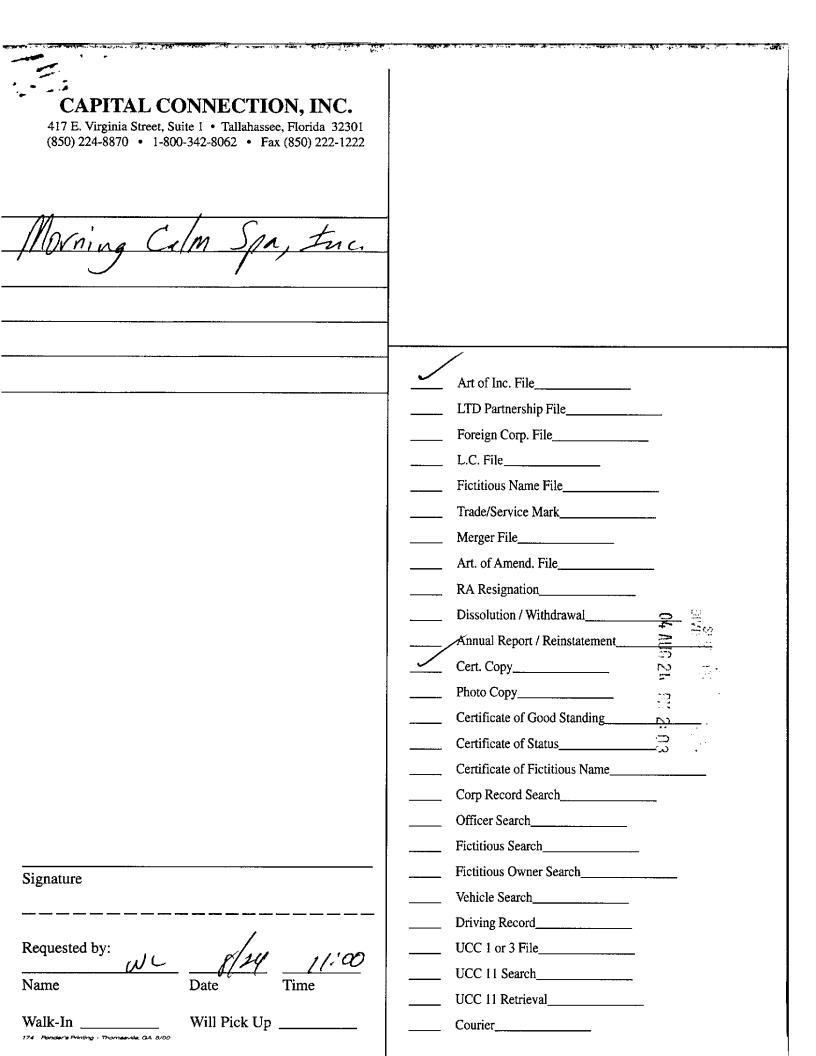


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ARTICLES OF INCORPORATION

$\underline{\mathbf{OF}}$

MORNING CALM SPA, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1 NAME

The name of the corporation shall be MORNING CALM SPA, INC.

ARTICLE 2 PRINCIPAL PLACE OF BUSINESS

The initial principal place of business and the mailing address of this corporation shall be 3802 Ehrlich Road, Suite 312, Tampa, Florida 33624.

ARTICLE 3 SHARES

All stocks issued by this Corporation shall be common voting stocks of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares.

ARTICLE 4 INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is CHRISTIAN FROESCH whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5 INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are: CHRISTIAN FROESCH of the same address as in Article 2 above.

The undersigned incorporator has executed these Articles of Incorporation this $\underline{\mathcal{L}^{\mathcal{U}}}$ day of August, 2004.

Signature

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

MORNING CALM SPA, INC.

2. The name and address of the registered agent and office is:

CHRISTIAN FROESCH 3802 Ehrlich Road, Suite 312 Tampa, FL 33624

Signature:

Title:

President/Director

Date:

8/18/04

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:

Date

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