

**Electronic Articles of Incorporation
For**

P04000122928
FILED
August 25, 2004
Sec. Of State
jshivers

WHIRL-SPA 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:

WHIRL-SPA INC.

Article II

The principal place of business address:

210 3RD ST. W.
SUITE 4109
BRADENTON, FL. 34205

The mailing address of the corporation is:

210 3RD ST. W.
SUITE 4109
BRADENTON, FL. 34205

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

10

Article V

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

DON POTOCKI
210 3RD ST. W.
SUITE 4109
BRADENTON, FL. 34205

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

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Registered Agent Signature: DON POTOCKI

Article VI

The name and address of the incorporator is:

THE QUICK INC CORPORATION (A TX CORP)
16000 BARKERS POINT LANE
SUITE 220
HOUSTON, TX 77079

Incorporator Signature: S. CARSON, VP, THE QUICK INC CORPORATION

Article VII

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

Title: DIR
DON POTOCKI
210 3RD ST. W., SUITE 4109
BRADENTON, FL. 34205