

**Electronic Articles of Incorporation
For**

P04000168407
FILED
December 16, 2004
Sec. Of State
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SHELLS YOGA, 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:

SHELLS YOGA, INC.

Article II

The principal place of business address:

2575 COUNTY ROAD 220
104
MIDDLEBURG, FL. 32068

The mailing address of the corporation is:

2575 COUNTY ROAD 220
104
MIDDLEBURG, FL. 32068

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:

1000

Article V

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

MICHELLE L PENBERTHY
3883 WEIGELA LANE
MIDDLEBURG, FL. 32068

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

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Registered Agent Signature: MICHELLE L. PENBERTHY

Article VI

The name and address of the incorporator is:

THE NICHOLS GROUP, P.A.
1329 KINGSLEY AVENUE, STE. D
ORANGE PARK, FL 32073

Incorporator Signature: THE NICHOLS GROUP, P.A.

Article VII

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

Title: P
MICHELLE L PENBERTHY
3883 WEIGELA LANE
MIDDLEBURG, FL. 32068

Title: VP
KIMBERLY S BROWN
1823 SHOAL CREEK CIRCLE
GREEN COVE SPRINGS, FL. 32043

Article VIII

The effective date for this corporation shall be:

01/01/2005