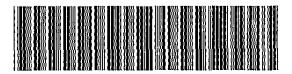
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TRANSMITTAL LETTER

TO: Amendment Section Division of Corporations

SUBJECT:	Sol ûs	i Tanning Pr	nase II, Inc.
DOCUMENT NU	MBER:	00168409	
The enclosed Artico	les of Amendment and fee are	submitted for filing.	
Please return all co	rrespondence concerning this	matter to the following:	
	Chad S	hultz e of Person)	
	(Name of	Firm/ Company)	
	1309-102 5	St. Johns Blut Address)	ff Rd N.
	Jacksonvil (City/Stat	le, FL 322.	2.5
For further informa	tion concerning this matter, p	lease call:	
Chad Shultz (Name of Person)		_at (904) <u>928-0550</u> (Area Code & Daytime Telephone Number)	
Enclosed is a check	for the following amount:		
S35 Filing Fee	☐ \$43.75 Filing Fee & Certificate of Status	☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	☐ \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314		Street Address Amendment Section Division of Corporation 409 E. Gaines Street Tallahassee, FL 32399	าร

Articles of Amendment to Articles of Incorporation of Sol US Tanning Phase II Inc. (Name of corporation as currently filed with the Florida Dept. of State)
Articles of Incorporation
of History
Sol US Tanning Phase II, Inc. 1800 10
(Name of corporation as currently filed with the Florida Dept. of State)
P04000168409
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
Article II-
The principal place of business address:
4080 Third Street South, Jacksonville Beach,
Florida 32250, U.S.
The mailing address of the corporation is:
4080 Third Street South, Jacksonville Beach,
Florida 32250, U.S.
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: 10/20/2005
Effective date if <u>applicable</u> : (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 28th day of October, 2005.
Signature (By a director, president or other officer- if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
Joseph Lopez (Typed or printed name of person signing)
President (Title of person signing)

FILING FEE: \$35