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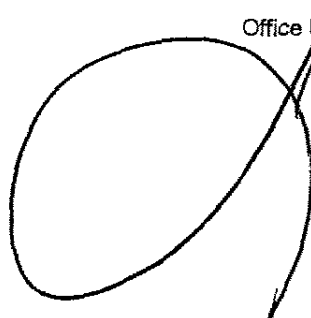
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**RICHARD C. TROLLOPE**

ATTORNEY & COUNSELOR AT LAW

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Panama City, Florida 32402



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June 2, 2005

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: Incorporation of City Body Piercing, Inc.**

Dear Gentlemen:

Enclosed please find Articles of Incorporation and Designation of Registered Agent in regards to the above-referenced matter. I am also enclosing a check in the amount of \$78.50 representing the filing fee and designation of registered agent certified copy fee.

If you need anything further to process this corporation, please advise.

Thank you for your attention in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Richard C. Trollope".

Richard C. Trollope

Enc.  
RCT/lm

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF CITY BODY PIERCING, INC.

ARTICLE I

Name

The name of the corporation is City Body Piercing, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 5024 W. Highway 98, Panama City, Florida, 32401. The mailing address of the corporation is the same.

ARTICLE IV

Registered Office and Registered Agent

The initial registered agent is at 5024 W. Highway 98, Panama City, Florida 32401. The name of the initial registered agent at that address is STEVEN LUSTIG.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 1000 shares of common stock having par value of \$.01 a share.

## ARTICLE VI

### Management by Shareholders

The business of the corporation shall be managed by the shareholders without a board of directors.

## ARTICLE VII

### Incorporators

The names and addresses of the incorporators are:

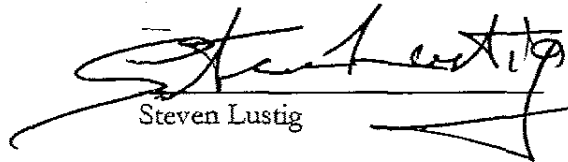
Steven Lustig, 5024 W. Highway 98, Panama City , Florida 32401

## ARTICLE VIII

### Commencement of Existence

The corporation's existence shall begin on the date of the issuance of the Articles of Incorporation.

IN WITNESS WHEREOF, STEVE LUSTIG [we or I] have executed these articles of incorporation this 1<sup>st</sup> day of June, 2005.

  
Steven Lustig

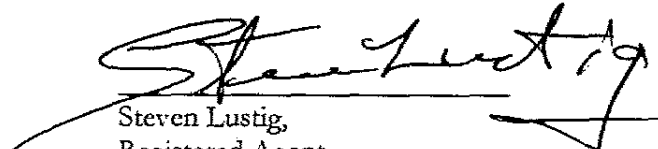
Certificate of Designation of Registered Agent/Registered Office

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

1. The name of the corporation is City Body Piercing, Inc.
2. The address of the registered office is 5024 W. Highway 98, Panama City, Florida 32401.
3. The name of the registered agent at the registered office is Steven Lustig, 5024 W. Highway 98, Panama City, Florida 32401.

Dated: June 01, 2005

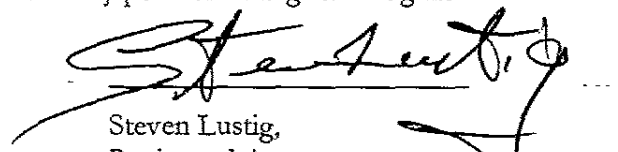
City Body Piercing, Inc.

  
Steven Lustig,  
Registered Agent

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 06-01-05

  
Steven Lustig,  
Registered Agent