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1/9/06

Little Havana Professionals

Requestor's Name

539 SW 12th Ave.

Address

Miami FL 33130

City

State

ZIP

Phone

VALIDATION ONLY

CORPORATION(S) NAME

Victory health spa. Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

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Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION.

OF

VICTORY HEALTH SPA INC.

THE UNDERSIGNED SUBSCRIBERS, HAVE EXECUTED THE FOLLOWING DOCUMENT AS INCORPORATOR(S) OF THE ABOVE NAMED CORPORATION, A CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND ALL RIGHTS, DUTIES AND OBLIGATIONS OF THE UNDERSIGNED AS INCORPORATOR(S), AND THOSE OF THE CORPORATION, ARE TO BE DETERMINED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

THE NAME OF THE CORPORATION IS:

VICTORY HEALTH SPA INC.

ARTICLE II: DURATION

THE EXISTENCE OF THE CORPORATION SHALL COMMENCE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE, STATE OF FLORIDA, AND SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III: PURPOSE

THE CORPORATION MAY ENGAGE IN ANY AND ALL BUSINESSES AND ACTIVITIES PERMITTED BY THE LAWS OF THE STATE OF FLORIDA. THE CORPORATION SHALL HAVE ALL OF THE POWERS VESTED IN A CORPORATION ORGANIZED UNDER AND EXISTING BY VIRTUE OF SUCH LAWS.

ARTICLE IV: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS THE TOTAL SUM OF 100

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SHARES, HAVING AN INDIVIDUAL PAR VALUE OF \$2.00.

UNLESS OTHERWISE STATED IN THESE ARTICLES, OR IN AN AMENDMENT TO THESE ARTICLES, THERE SHALL BE ONLY ONE (1) CLASS OF STOCK OF THIS CORPORATION (COMMON).

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT.

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION SHALL BE: 19701 S.W. 128 COURT
MIAMI, FLORIDA 33177, AND THE INITIAL REGISTERED AGENT OF THE CORPORATION AT THAT ADDRESS SHALL BE: MARIA V. SANTANA.

THE PRINCIPAL ADDRESS OF THE CORPORATION IS:

ARTICLE VI: INITIAL BOARD OF DIRECTORS.

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION SHALL BE THE NUMBER OF PERSONS WHOSE NAMES ARE SET FORTH BELOW. THE NAME AND ADDRESS OF EACH MEMBER OF THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION WHO SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS AND HIS SUCCESSORS SHALL HAVE BEEN ELECTED AND QUALIFIED OR UNTIL HIS/HER EARLIER RESIGNATION, REMOVAL FROM OFFICE, OR DEATH, IS:

<u>NAME</u>	<u>ADDRESS</u>
MARIA V. SANTANA.	19701 S.W. 128 COURT MIAMI, FL. 33177
MICHELE M. LAPRADD.	14821 S.W. 173 STREET MIAMI, FL. 33187

THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME PURSUANT TO THE BYLAWS OF THE CORPORATION, BUT SHALL NOT BE LESS THAN ONE.

ARTICLE VII: INCORPORATOR.

THE NAME AND ADDRESS OF THE INCORPORATOR OF THIS CORPORATION IS:

<u>NAME</u>	<u>ADDRESS</u>
MARIA V. SANTANA.	19701 S.W. 128 COURT MIAMI, FL. 33177

ARTICLE VIII: AMENDMENTS.

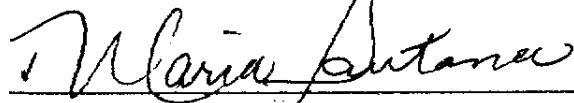
THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS OF THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT(S) HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

ARTICLE IX: SHARES OF STOCK.

THE NAME OF EACH SUBSCRIBER TO THESE ARTICLES OF INCORPORATION AND THE NUMBER OF SHARES OF STOCK WHICH EACH AGREE TO TAKE ARE AS FOLLOW:

<u>NAME</u>	<u>No. OF SHARES.</u>
MARIA V. SANTANA.	50 SHARES
MICHELE M. LAPRADD.	50 SHARES

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS (VE) EXECUTED THESE ARTICLES OF INCORPORATOR THIS 9th DAY OF JANUARY, 20 06.



MARIA V. SANTANA.

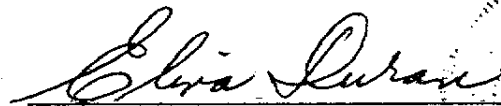
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED MARIA V. SANTANA, WHO HAS PRODUCED FLORIDA DRIVER LICENSE AS IDENTIFICATION, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE(SHE) ACKNOWLEDGED BEFORE ME THAT HE(SHE) EXECUTED THOSE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS

9th DAY OF JANUARY, 2006.

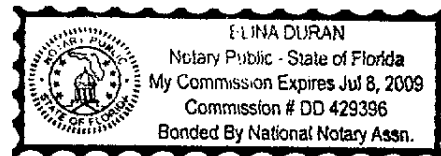


ELINA DURAN.

NOTARY PUBLIC.

STATE OF FLORIDA AT LARGE.

MY COMMISSION EXPIRES:



FIRST: THAT VICTORY HEALTH SPA INC.
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL OFFICE AT: 19701 S.W. 128 COURT
, AS INDICATED IN THE ARTICLES OF INCORPORATION,
AT CITY OF: MIAMI, COUNTY OF MIAMI DADE
, STATE OF FLORIDA, HAS NAMED MARIA V.
SANTANA LOCATED AT: 19701 S.W.
128 COURT, CITY OF MIAMI,
COUNTY OF MIAMI DADE, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

MARIA V. SANTANA.
REGISTERED AGENT.

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