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PICK-UP WAIT MAIL

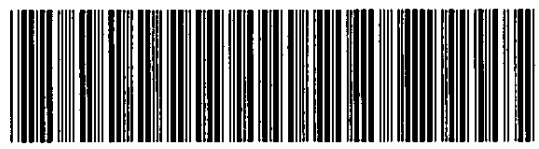
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Tan Central Resorts, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Deborah H. Cash
Name (Printed or typed)

2936 Fourth Avenue North
Address

Saint Petersburg, Florida 33713
City, State & Zip

(727) 345-4442
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
TAN CENTRAL RESORTS, INC.**

The undersigned, acting as incorporators, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

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TALLAHASSEE, FLORIDA

**I.
Name**

The name of the Corporation is Tan Central Resorts, Inc.

**II.
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.
Principal Office**

The principal office and mailing address of the Corporation is:
2936 Fourth Avenue North
Saint Petersburg, Florida 33713

**IV.
Nature of Business and Purposes**

The purpose for which the Corporation is organized is to provide services and retail products, and to conduct any and all lawful business in connection therewith.

**V.
Capital Stock**

The Corporation is authorized to issue 1,000 shares of \$0.01 par value common stock, which will be designated Common Stock.

**VI.
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 2936 Fourth Avenue North, Saint Petersburg, Florida 33713, and the name of its initial registered agent at such address is Deborah H. Cash.

VII.
Directors

The Corporation will have two director(s) initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least one director. The name and address of the initial directors of the Corporation, who will serve until its successor(s) is duly elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
Deborah H. Cash	2936 Fourth Avenue North Saint Petersburg, Florida 33713
Cary A. Cash	2936 Fourth Avenue North Saint Petersburg, Florida 33713

VIII.
Incorporators

The name and address of the incorporators signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Deborah H. Cash	2936 Fourth Avenue North Saint Petersburg, Florida 33713
Cary A. Cash	2936 Fourth Avenue North Saint Petersburg, Florida 33713

IX.
Affiliated Transactions

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

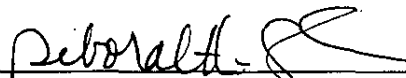
XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.


XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation on May 9, 2006.



Print Name: Deborah H. Cash
Incorporator



Print Name: Cary A. Cash
Incorporator

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Company to accept service of process on its behalf, at the place designated in these Articles of Organization. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act.

Dated: May 9, 2006



Print Name: Deborah H. Cash

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TALLAHASSEE, FLORIDA