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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Island Sunburst Tanning Supplies, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ISLAND SUNBURST TANNING SUPPLIES, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

**ISLAND SUNBURST TANNING SUPPLIES, INC.**

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

**ISLAND SUNBURST TANNING SUPPLIES, INC.  
4110 Enterprise Avenue, Suite 201  
Naples, Florida 34104**

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

**ISLAND SUNBURST TANNING SUPPLIES, INC.  
4110 Enterprise Avenue, Suite 201  
Naples, Florida 34104**

and the name and address of the Corporation's initial registered agent at such address is:

**Kevin M. Hysler  
ISLAND SUNBURST TANNING SUPPLIES, INC.  
4110 Enterprise Avenue, Suite 201  
Naples, Florida 34104**

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

**Kevin M. Hysler  
ISLAND SUNBURST TANNING SUPPLIES, INC.  
4110 Enterprise Avenue, Suite 201  
Naples, Florida 34104**

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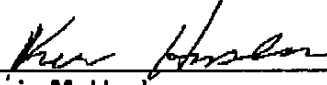
**Angle S. Hysler**  
**ISLAND SUNBURST TANNING SUPPLIES, INC.**  
**4110 Enterprise Avenue, Suite 201**  
**Naples, Florida 34104**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SIXTH: The name and address of the sole incorporator is:

**Kevin M. Hysler**  
**ISLAND SUNBURST TANNING SUPPLIES, INC.**  
**4110 Enterprise Avenue, Suite 201**  
**Naples, Florida 34104**

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 18 day of Sept., 2007.

  
\_\_\_\_\_  
**Kevin M. Hysler**  
Sole Incorporator

I, **Kevin M. Hysler**, having been designated to act as registered agent, hereby agree to act in this capacity.

  
\_\_\_\_\_  
**Kevin M. Hysler**  
Initial Registered Agent