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FEB 29 2000 08:39 AM Moulton McEachern Walker FAX NO. 850 969 0566
Division of Corporations

P. 01
Page 1 of 1

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

PORTOFINO SPA MANAGEMENT, INC.

Certificate of Status	1
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ARTICLES OF INCORPORATION

PORTOFINO SPA MANAGEMENT, INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Portofino Spa Management, Inc.

ARTICLE II

Principal Office

The street and mailing address of the corporation's initial principal office is 350 Pensacola Beach Boulevard, Gulf Breeze, Florida 32561.

ARTICLE III

Corporate Purpose and Powers

This corporation is initially organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This corporation shall have all corporate powers enumerated in Chapter 607.

ARTICLE IV

Shares

The corporation shall have authority to issue 1,000 shares of common stock.

ARTICLE V

Initial Directors

The corporation shall have the number of directors as set forth in the bylaws, but initially shall have one (1) director, whose name and address is:

Name

Address

Angle M. Jones

1718 12th Avenue
Pensacola, Florida 32503

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ARTICLE VI
Initial Registered Agent and Office

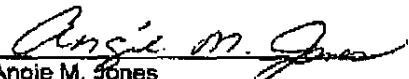
The street address of its initial registered office is 1718 12th Avenue, Pensacola, Florida 32503, and the name of its initial registered agent at that address is Angie M. Jones.

ARTICLE VII
Incorporator

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Angie M. Jones	1718 12 th Avenue Pensacola, Florida 32503

Dated this 29 day of February, 2008.

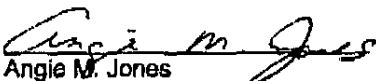

Angie M. Jones
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 29 day of February, 2008.

Registered Agent


Angie M. Jones

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