

P12000025628

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000067571 3)))



H120000675713ABC5

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : FOLEY & LARDNER
Account Number : 072720000061
Phone : (904) 359-2000
Fax Number : (904) 359-8700

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: jdavis@bodyc.com

FLORIDA PROFIT/NON PROFIT CORPORATION

Body Central Services, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

12 MAR 14 PM 2:05

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 MAR 14 PM 4:56

RECEIVED

3/15

[Handwritten signature]



ATTORNEYS AT LAW
ONE INDEPENDENT DRIVE, SUITE 1300
JACKSONVILLE, FLORIDA 32202-5017
P. O. BOX 240
JACKSONVILLE, FLORIDA 32201-0240
TELEPHONE: 904.359.2000
FACSIMILE: 904.359.8700
WWW.FOLEY.COM

FACSIMILE TRANSMISSION

Total # of Pages (Excluding Cover) 5

To:	850-617-6381
From:	kpeterson@foley.com
Date:	3/14/2012

Delivery Details:

12 MAR 14 PM 2:05
RECEIVED
MAR 14 2012
BNS

CONFIDENTIALITY NOTICE: THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS INTENDED ONLY FOR THE PERSONAL AND CONFIDENTIAL USE OF THE DESIGNATED RECIPIENTS NAMED ABOVE. THIS MESSAGE MAY BE AN ATTORNEY-CLIENT COMMUNICATION, AND AS SUCH IS PRIVILEGED AND CONFIDENTIAL. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT OR ANY AGENT RESPONSIBLE FOR DELIVERING IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT YOU HAVE RECEIVED THIS DOCUMENT IN ERROR, AND THAT ANY REVIEW, DISSEMINATION, DISTRIBUTION OR COPYING OF THIS MESSAGE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US BY MAIL. THANK YOU.

Fax Audit No. H12000067571

**ARTICLES OF INCORPORATION
OF
BODY CENTRAL SERVICES, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND ADDRESS

Section 1.1 **Name**. The name of the corporation is Body Central Services, Inc.

Section 1.2 **Address of Principal Office**. The address of the principal office of the corporation is 6225 Powers Avenue, Jacksonville, Florida 32217.

Section 1.3 **Mailing Address**. The mailing address of the corporation is 6225 Powers Avenue, Jacksonville, Florida 32217.

ARTICLE II

DURATION

Section 2.1 **Duration**. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 **Purposes**. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

FILED
DEPT. OF STATE
JACKSONVILLE, FLORIDA
18 MAR 14 PM 2:09

Fax Audit No. H12000067571

ARTICLE IV

CAPITAL

Section 4.1 **Authorized Capital**. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock having a par value of \$.01 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address**. The street address of the initial registered office of this corporation is One Independent Drive, Suite 1300, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is F&L Corp.

ARTICLE VI

DIRECTORS

Section 6.1 **Number**. This corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 **Initial Directors**. The name and address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
B. Allen Weinstein	6225 Powers Avenue Jacksonville, Florida 32217
Beth Angelo	6225 Powers Avenue Jacksonville, Florida 32217
Thomas W. Stoltz	6225 Powers Avenue Jacksonville, Florida 32217

12 MAR 14 PM 2:05

RECEIVED
STATE
CLERK
JACKSONVILLE
FLORIDA

ARTICLE VII

BYLAWS

Section 7.1 **Bylaws**. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw

Fax Audit No. H12000067571

adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII INCORPORATOR

Section 8.1 **Name and Address.** The name and street address of the incorporator of this corporation are:

Name
Michael B. Kirwan

Address
One Independent Drive, Suite 1300
Jacksonville, Florida 32202

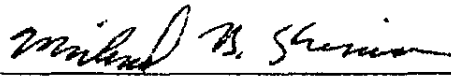
ARTICLE IX INDEMNIFICATION

Section 9.1 **Indemnification.** The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X AMENDMENT

Section 10.1 **Amendment.** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 14th day of March, 2012.


Michael B. Kirwan, Incorporator

12 MAR 19 PM 2:05

RECEIVED
STATE
SECRETARY
OF
FLORIDA
JAN 14 2012

Fax Audit No. H12000067571

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

F&L Corp.

By: Charles V. Hedrick
Charles V. Hedrick, Authorized Signatory

Date: March 14, 2012

12 MAR 14 PM 2:05
RECEIVED BY STATE
DIVISION OF CORPORATIONS