

The Legal Center

May 10, 1995

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: SUNSATIONAL TAN, INC.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check to cover the following expenses:

| | |
|-----------------------|---------|
| Filing fee | \$35.00 |
| Certificate of Status | 8.75 |
| Registered Agent Fee | 35.00 |
| TOTAL: | \$78.75 |

Please return the enclosed copy of the articles with your stamp imprint, showing filing date.

Cordially yours,
THE LEGAL CENTER

Lynne M. DiLella

Lynne M. DiLella
Attorney

4000001489424
-05/16/95--01142--004
*****78.75 *****78.75

5/17/95

[Signature]

**ARTICLES OF INCORPORATION
OF
SUNSATIONAL TAN, INC.
(A Corporation for Profit)**

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

SUNSATIONAL TAN, INC.

ARTICLE II. EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is: 32836 U.S. Hwy 19 N.
Palm Harbor, FL 34684

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is: Michello Leonhardt
32836 U.S. Hwy. 19 N.
Palm Harbor, FL 34684

ARTICLES VII. INCORPORATOR

The name (s) and address (es) of the incorporator(s) is/are:
Michelle Leonhardt
32836 U.S Hwy 19 N.
Palm Harbor, FL 34684

ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

This corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholder.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
this 10 day of May, 1995.


MICHELLE LEONHARDT Incorporator

STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me by
MICHELLE LEONHARDT, on this 10th day of
May, 1995, who is personally known to me
or who produced a Kdancer Inc. an identification,
and who did not take an oath.



Laurie L. Hughey
Notary Public: LAURIE L. HUGHEY
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for:

SUNSATIONAL TAN, INC.

at the place designated in the foregoing articles, namey:

32836 U.S. Hwy 19 N.
Palm Harbor, FL 34684

I HEREBY AGREE to act in this capacity, and to comply with all
FLORIDA Statute relative to the performance of my duties.

Dated this 10 day of May, 1995.

Michelle Leonhardt
Registered Agent
MICHELLE LEONHARDT