

P960000007126

W. E. Bishop, Jr., P.A.

ATTORNEY AT LAW

P.O. BOX 0010
OCALA, FL 34470-8010

UCM / 907-7404
FAX UCM / 907-1000

7 N.E. SECOND ST.
OCALA, FL 34470

GERRI FIELD
LEGAL ASSISTANT

January 17, 1996

Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

900001693209
-01/19/96---01062---016
****122.50 ****122.50

Re: WORLD SPAS, INC. II

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation of WORLD SPAS, INC. II, together with our check in the amount of \$122.50 to cover filing fee, registered agent's fee and certified copy. Please note, ownership of this corporation is identical to that of World Spas, Inc.

If anything additional is required, please advise.

Sincerely,

W. E. BISHOP, JR., P.A.

Gerri Field
(Mrs.) Gerri Field
Legal Assistant

/f

enclosures

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56 JAN 19 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 23 1996 BSB

FILED

96 JAN 19 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WORLD SPAS, INC. II

ARTICLE I

The name of the Corporation is WORLD SPAS, INC. II

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The purpose for which the Corporation is organized is to include any and all legal activities permitted under the Laws of the State of Florida and the United States.

The Corporation, subject to any specific written limitations or restrictions imposed by the Law or by these Articles of Incorporation, shall have and exercise the following powers:

- (a) To have and exercise all the powers specified by law;
- (b) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnership, individuals, or other entities, and to enter into general or limited partnerships;
- (c) To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals or other entities;

(d) Each of the foregoing clauses of this section shall be construed as independent powers and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them, nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of like nature.

ARTICLE IV

Nothing contained in the foregoing Article shall be construed to authorize the Corporation to engage in the business of banking, insurance or engineering.

ARTICLE V

The aggregate number of shares that the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 per share.

ARTICLE VI

The shares of the Corporation are not to be divided into classes.

ARTICLE VII

The Corporation is not authorized to issue shares in series.

ARTICLE VIII

The Corporation shall indemnify its officers and directors against liability arising out of acts of the Corporation.

ARTICLE IX

The street address of the initial registered office and registered agent of the Corporation shall be W. E. BISHOP, JR., 7 NE Second Street, Ocala, Florida 34478. The Corporation's principal office shall be 7 NE 2nd Street, Ocala, Florida 34478.

ARTICLE X

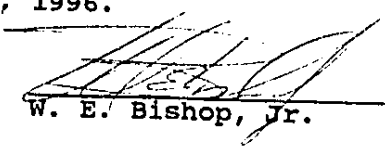
This Corporation shall have one Director initially. The number of Directors may be increased pursuant to the By-Laws. The affairs of the Corporation will be managed by the Director, who shall serve until the first annual meeting or until his successor(s) are elected by the shareholders in the manner to be set forth in the by-Laws.

ARTICLE XI

The name and street address of the incorporator to these Articles of Incorporation is:

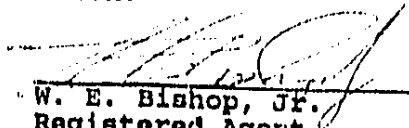
W. E. BISHOP, JR.
7 NE 2nd Street
Ocala, Florida 34478

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17th day of January, 1996.


W. E. Bishop, Jr.

ACCEPTANCE OF RESIDENT AGENT

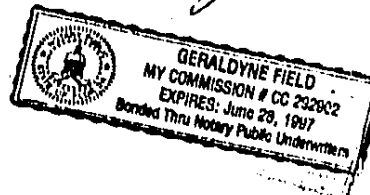
I am familiar with and accept the duties and responsibilities
as registered agent for said corporation.


W. E. Bishop, Jr.
Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 17th
day of January, 1996 by W. E. BISHOP, JR., who is personally known
and who did not take an oath.





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96 JAN 19 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORP

996000007126

Padgett & Morris
P.O. Box 1816
Palatka, FL 32178-1816

000001875.590
-05/26/96--01009--013
*****35.00 *****35.00

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 6/20

FILED
96 JUN 28 PM 5: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 12, 1996

Padgett & Morris
P.O. Box 1816
Palatka, FL 32178-1816

SUBJECT: WORLD SPAS, INC. II
Ref. Number: P96000007126

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to resign as an officer/director is \$35. Please provide an original signature on the resignation, we cannot accept a photocopy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 796A00029278

Florida Department of State, Sandra B. Mortham, Secretary of State

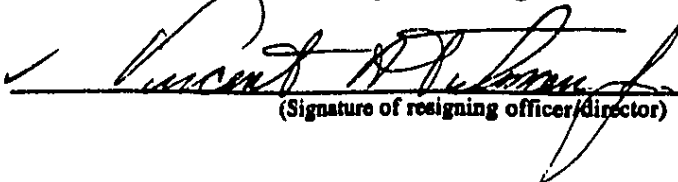
OFFICER / DIRECTOR RESIGNATION

I, VINCENT A. TUBMAN, JR., hereby resign as SECRETARY
(Title)

of WORLD SPAS, INC., II
(Name of Corporation)

a corporation organized under the laws of the State of FLORIDA.

That the corporation has been notified in writing of the resignation.


(Signature of resigning officer/director)

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96 JUN 28 PM 5:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314