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August 28, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-08/30/96--01077--015
***122.50 ***122.50

Re: Incorporation of THE BODY SQUAD, INC.

Dear Sir/Madam:

Enclosed please find the following documents:

1. Original and one (1) copy for the Articles of Incorporation of the above-captioned Corporation.
2. Our draft in the amount of \$122.50 made payable to your order, representing the following fees:

Filing Fee.....	\$35.00
Certificate Under Seal.....	52.50
Registered Agent Designation.....	35.00

\$122.50

Your cooperation is greatly appreciated.

Very truly yours,

Robert D. Burgs/bac

Robert D. Burgs

RDB/bac
Enc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE I NAME/ADDRESS

The name of this corporation is THE BODY SQUAD, INC. The principal office of the corporation and mailing address is Post Office Box 22628, Fort Lauderdale, Florida 33335-2628.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash for any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 116 Hendricks Isle, Unit D, Ft. Lauderdale, FL 33301 and the name of the initial registered agent of this corporation at that address is KIMBERLIE PETERSON.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name(s) and address(es) of the initial Board of Directors of this corporation are:

NAME

ADDRESS

KIMBERLIE PETERSON

116 Hendricks Isle Unit D
Ft. Lauderdale, FL 33301

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TALLAHASSEE, FLORIDA

ARTICLE VIII INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
KIMBERLIE PETERSON	116 Hendricks Isle Unit D Ft. Lauderdale, FL 33301

ARTICLE IX INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of August, 1996.



KIMBERLIE PETERSON

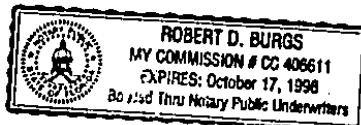
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and county set forth above, personally appeared KIMBERLIE PETERSON known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 23 day of August, 1996.

My commission expires:


Notary Public, State of Florida



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TALLAHASSEE, FLORIDA

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation (THE BODY SQUAD, INC.) at the place designated in this statement, 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 obligations of my position as registered agent.


KIMBERLIE PETERSON