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CSC networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 180085 4656E

AUTHORIZATION :

COST LIMIT : \$122.50

ORDER DATE : December 9, 1996

ORDER TIME : 9:18 AM

ORDER NO. : 180085-005

CUSTOMER NO: 4656E

CUSTOMER: Ms. Anne Davenport
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL
111 North Orange Avenue
Suite #2050
Orlando, FL 32801

DOMESTIC FILING

NAME: ALAN'S TATTOO STUDIO NORTH
AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

96 DEC -9 PM 4:08

SECRET
TALLAHASSEE, FLORIDA

500002023185--3

RECEIVED
96 DEC -9 AM 9:50
ISION OF CORPORATION

12-9-96

**ARTICLES OF INCORPORATION
OF
ALAN'S TATTOO STUDIO NORTH AMERICA, INC.**

FILED
96 DEC -9 PM 4:08
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be ALAN'S TATTOO STUDIO NORTH AMERICA, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

The corporation elects to have preemptive rights. Accordingly, each holder of common shares shall have the preemptive right to subscribe for and purchase their proportionate share of additional common stock upon its issuance and sale for cash or otherwise by the corporation.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The Bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the Bylaws of the corporation.

ARTICLE X

The initial registered agent of the corporation is JOSEPH J. JeBAILEY. The street address of the corporation's initial registered office is: 111 North Orange Avenue, Suite 2050, Orlando, Florida 32801.

ARTICLE XI

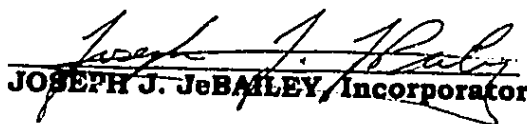
The principal place of business and mailing address of this corporation shall be:

One South Orange Avenue
Suite 300
Orlando, Florida 32801

ARTICLE XII

The name of the incorporator to these Article of Incorporation is JOSEPH J. JeBAILEY. The address of the incorporator to these Article of Incorporation is: 111 North Orange Avenue, Suite 2050, Orlando, Florida 32801.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of December, 1996.


JOSEPH J. JeBAILEY, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

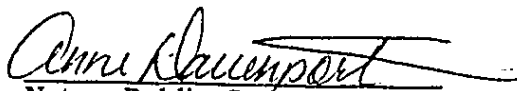
I HEREBY CERTIFY that on this 6th day of December, 1996, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOSEPH J. JeBAILEY, to me well known and known to me to be the individual described in ~~or who has produced as identification~~ and who executed the foregoing instrument as Incorporator of ALAN'S TATTOO STUDIO NORTH AMERICA, INC., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.



ANNE DAVENPORT
My Comm Exp. 12/18/99
Bonded By Service Ins
No. CC519275


☒ Personally Known ☐ Other I.D.


Notary Public, State of
Florida at Large
Print Name: Anne Davenport
My commission Expires: 12/18/99

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for ALAN'S TATTOO STUDIO NORTH AMERICA, INC., at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations as registered agent for said Corporation.

Dated this 6th day of December, 1996.

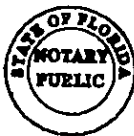

JOSEPH J. JeBAILEY
Registered Agent

FILED
96 DEC -9 PM 4:08
TALLAHASSEE, FLORIDA
STATE

STATE OF FLORIDA
COUNTY OF ORANGE


I HEREBY CERTIFY that on this 6th day of December, 1996, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOSEPH J. JeBAILEY, to me well known and known to me to be the individual described in ~~or who has produced as identification~~ and who executed the foregoing instrument as Incorporator of ALAN'S TATTOO STUDIO NORTH AMERICA, INC., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year last above written.



ANNE DAVENPORT
My Comm Exp. 12/18/99
Bonded By Service Ins
No. CC519275

☒ Personally Known ☐ Other I.D.


Notary Public, State of
Florida at Large
Print Name: Anne Davenport
My commission Expires: 12/18/99