

P970000028496

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
97 MAR 28 PM 2:15
SECOND CLASS
TALLAHASSEE, FLORIDA

TAL MAR 28 1997



REQUEST TAKEN CONFIRMED APPROVED
DATE 3/28/97
TIME 10:30
BY CD

WALK-IN
Will Pick Up _____

RE: Executive Massage
Therapy & Skin Care
Inc.

	C.C. FEE.	DISCU
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
C U S.		
Fictitious Name Filing		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate K11	03/28/97-01081-010	
Vehicle Search	****122.50	****122.50
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
Filing No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX ()	pgs.	

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1/23% per month on Past Due Amounts
Past 30 Days, 10% per Month.

THANK YOU
from
Your Capital Conn

ARTICLES OF INCORPORATION
OF
EXECUTIVE MASSAGE THERAPY & SKIN CARE, INC.

FILED
97 MAR 28 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

NAME

The Corporate name is **EXECUTIVE MASSAGE THERAPY & SKIN CARE, INC.**

ARTICLE TWO

DURATION

The duration of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with a par value of one dollar.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial Registered Office of the Corporation is 13907 North Dale Mabry Highway, Suite 207, Tampa, Florida 33618, and the name of the initial Registered Agent at such address is Deborah A. Ryan. The street address of the initial Registered Office and principal office of the corporation is 13907 North Dale Mabry Highway, Suite 207, Tampa, Florida 33618.

ARTICLE SIX

DIRECTORS

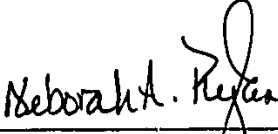
The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors.

ARTICLE SEVEN

INCORPORATORS

The name and address of the Incorporator is DEBORAH A. RYAN of 13907 North Dale Mabry Highway, Suite 207, Tampa, Florida 33618.

IN WITNESS WHEREOF, I have subscribed my name this 26th day of March, 1997.

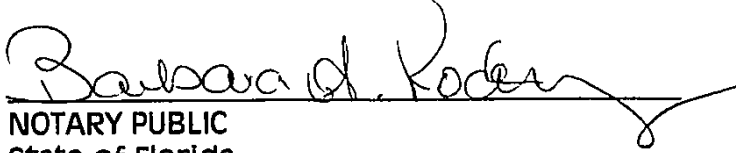


DEBORAH A. RYAN, President

STATE OF FLORIDA
COUNTY OF PINELLAS

On this 26th day of March, 1997, before me personally appeared DEBORAH A. RYAN, who is personally known to me and known to be the person whose name is subscribed to the within instrument, and acknowledged that he has executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


NOTARY PUBLIC
State of Florida

My Commission Expires:



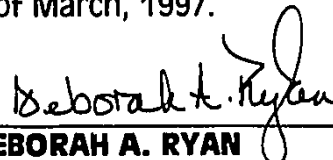
CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091 Florida Statutes, the Following is submitted in compliance with said Act; that **EXECUTIVE MASSAGE THERAPY & SKIN CARE, INC.** desiring to organize under the laws of the State of Florida, with its principal place of business at St. Petersburg, Florida has named DEBORAH A. RYAN located at 13907 North Dale Mabry Highway, Suite 207, Tampa, Florida 33618 as its Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said Statutes relative to the proper and complete performance of my duties.

DATED: This 26th day of March, 1997.


DEBORAH A. RYAN

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97 MAR 28 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA