

197000028919
ROGERS, MORRIS & ZIEGLER
ATTORNEYS AT LAW

DWIGHT L. ROGERS (1886-1954)
JOHN E. MORRIS (1886-1955)
JOHN E. MORRIS, JR. (1920-1985)
DWIGHT L. ROGERS, JR.
ROBERT E. ZIEGLER
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TELEPHONE (954) 482-1431
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March 27, 1997

CORPORATE RECORDS BUREAU
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

900002127519--4
-03/28/97--01117--003
*****70.00 *****70.00

Re: Incorporation of TAN ESSENTIALS, INC.

Dear Sir or Madam:

Enclosed please find the original and executed copy of the Articles of Incorporation for TAN ESSENTIALS, INC. Further enclosed is our trust check payable to the Secretary of State in the amount of \$70.00 to cover the filing fee and registered agent designation. We WILL NOT require a certified copy of the Articles at this time.

Please return to our office a copy of the Articles as filed.

Thank you for your prompt attention to this matter.

Very truly yours,

ROGERS, MORRIS & ZIEGLER

Mark F. Booth

MFB:nmk
Encls.

FILED
97 MAR 28 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 31

BSB

ARTICLES OF INCORPORATION
OF
TAN ESSENTIALS, INC.

FILED
97 MAR 28 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is: TAN ESSENTIALS, INC.

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

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

Article IV - Capital Stock (Voting and Non-Voting Stock)

This corporation is authorized to issue One Hundred Thousand (100,000) shares of One (\$1.00) Dollar par value common stock.

Article V - Principal Office

The street address of the principal office of this corporation is 9605 Roxbury Drive, Tampa, FL 33610.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 9605 Roxbury Drive, Tampa, FL 33610; and the name of the initial registered agent of this corporation at that address is VINCENT AMODIE.

Article VII - Incorporator

The name and address of the person signing these Articles of Incorporation is: VINCENT AMODIE, 9605 Roxbury Drive, Tampa, FL 33610.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of March, 1997.

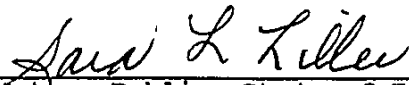

VINCENT AMODIE, Subscriber

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

Before me, a notary public, appeared VINCENT AMODIE, who is personally known to me or who has produced FLDL AS30877663340/2001, upon which I relied as identification, and being known to me to be the person described in and who executed the foregoing instrument, and acknowledged under oath to and before me that he executed said instrument for the purposes expressed therein.

WITNESS my hand and official seal on this 26th day of March, 1997.

My Commission Expires:


Notary Public, State of Florida
Print Name: SARA L LILLER
Commission No.: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT TAN ESSENTIALS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 9605 ROXBURY DRIVE, TAMPA, FLORIDA 33610, HAS
NAMED VINCENT AMODIE LOCATED AT 9605 ROXBURY DRIVE, TAMPA, FLORIDA
33610, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.


VINCENT AMODIE

DATED: 3-26-97, 1997.

FILED
97 MAR 28 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA