

P97000047937

May 23, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: The Tanning Place, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a money order in the amount of \$122.50.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation and Certified Copy for the above named corporation.

Very truly yours,

000002191590--5
-05/27/97--01077--020
****122.50 ****122.50



Vern J. Knudsen
Accountant
The Tanning Place, Inc.
17997 40th Run No.
Loxahatchee, Florida 33470
(561) 793-0077

FILED
97 MAY 27 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Done
5/27/97*

ARTICLES OF INCORPORATION

of

THE TANNING PLACE, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

THE TANNING PLACE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	17997 40 TH RUN NO.		
CITY	LOXAHATCHEE	FLORIDA	ZIP 33470

Mailing address, if different

STREET ADDRESS			
CITY	FLORIDA	ZIP	

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	HOLLIE L. RANDALL		
ADDRESS	17997 40 TH RUN NO.		
CITY	LOXAHATCHEE	FLORIDA	ZIP 33470

97 MAY 27 PM 2:50 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	HOLLIE L. RANDALL		
ADDRESS	17997 40 TH RUN NO.		
CITY	LOXAHATCHEE	STATE	FLORIDA ZIP 33470
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	HOLLIE L. RANDALL		
ADDRESS	17997 40 TH RUN NO.		
CITY	LOXAHATCHEE	STATE	FLORIDA ZIP 33470
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 23RD day of MAY, 1997.

Hollie L. Randall (Signature)

_____ (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

THE TANNING PLACE, INC.
(name of corporation)

FILED
97 MAY 27 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 17997 40TH RUN NO.

LOXAHATCHEE, FLORIDA 33470

has named HOLLIE L. RANDALL

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

Hollie L. Randall
(Signature)

MAY 23, 1997
(Date)