

P97000051114

Charter Number Only

6/9/97

Susana Orduna
Requestor's Name
5765 Sugar Crossing Dr.
Address
Sugarhill, GA 30518
City State ZIP Phone
#770)614-9507

VALIDATION ONLY

FILED
97 JUN 10 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

The European Day Spa, Inc.

400002207184
-06/10/97--D1033--004
****122.50 ****122.50



Empire Toll Free: 1-800-432-3028

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

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K.R. JUN 10 1997

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97 JUN 10 AM 10:07

ARTICLES OF INCORPORATION

OF

THE EUROPEAN DAY SPA, INC.

a Florida corporation for profit

FILED
97 JUN 10 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT, THE UNDERSIGNED BEIGN THE INCORPORATOR(S) WITH RESPECT TO THESE ARTICLES OF INCORPORATION, STATE AS FOLLOWS:

1. NAME: THE NAME OF THIS CORPORATION IS

THE EUROPEAN DAY SPA, INC.

2. COMMENCEMENT OF CORPORATE EXISTENCE: IN ACCORDANCE WITH F. S. 607. 167, DATE OF CORPORATE EXISTENCE OF THIS CORPORATION SHALL BE THE DATE OF SUBSCRIPTION AND ACKNOWLEDGMENT OF THESE ARTICLES OF INCORPORATION PROVIDED THESE ARE FILED BY THE DEPARTMENT OF STATE WITHIN FIVE (5) DAYS , EXCLUSIVE OF LEGAL HOLIDAYS, AFTER SUCH DATE. OTHERWISE, THE DATE OF CORPORATE EXISTENCE SHALL BE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE.

3. DURATION: THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

4. PURPOSE: THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY OR ALL LAWFULL BUSINESS.

5. CAPITAL STOCK: THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE SHALL BE ONE HUNDRED (100) SHARES ONE DOLLAR (\$1.00) PAR VALUE COMMON STOCK.

6. PRINCIPAL REGISTERED OFFICE AND AGENT: THE STREET ADDRESS OF THE PRINCIPAL REGISTERED OFFICE OF THIS CORPORATION IS:

9910 COLLINS AVE. , BAL HARBOR, FL. 33154

THE NAME OF THE INITIAL REGISTERED AGENT AT THE ADDRESS OF THE INITIAL REGISTERED OFFICE IS:

NAOMI PEREZ - 9910 COLLINS AVE., BAL HARBOR, FL 33154

7. INITIAL BOARD OF DIRECTORS: THIS CORPORATION SHALL HAVE NO LESS THAN ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED BY THE BY-LAWS.

THE NAME AND ADDRESS(ES) OF THE INITIAL DIRECTOR(S) OF THE CORPORATION IS (ARE):

NAME

ADDRESS

NAOMI PEREZ - 9910 COLLINS AVE. - BAL HARBOR, FL 33154

FANNY GONZALEZ - 9910 Collins Ave. Bal Harbor- Fl 33154

8. INCORPORATOR: THE NAME AND ADDRESS OF THE PERSON(S) SIGNING THESE ARTICLES IS:

NAME	ADDRESS
NAOMI PEREZ	- 9910 COLLINS AVE., BAL HARBOR, FL 33154
FANNY GONZALEZ	- 9910 COLLINS AVE., BAL HARBOR, FL 33154

9. INDEMNIFICATION: THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR TO THE FULLEST EXTENT PERMITTED BY LAW.

10. BY-LAWS: THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE SHAREHOLDERS AND ANY BY-LAW MADE BY THE SHAREHOLDERS SHALL NOT BE ALTERED, AMENDED, OR REPEALED BY THE BOARD OF DIRECTORS.

11. AMENDMENT: THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

12. REMOVAL OF DIRECTORS: THE SHAREHOLDERS OF THIS CORPORATION SHALL NOT BE ENTITLED TO REMOVE ANY DIRECTOR FROM OFFICE DURING HIS TERM EXCEPT FOR CAUSE.

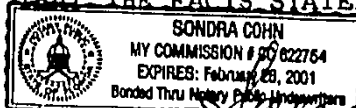
13. POWERS: THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

IN WITNESS WHEREOF, THE UNDERSIGNED SUSCRIBER(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 27th DAY OF MAY, 1997.

STATE OF FLORIDA, COUNTY OF DADE.

I HEREBY CERTIFY THAT ON THIS 27th DAY OF MAY, 1997, BEFORE ME A NOTARY PUBLIC, DULY AUTHORIZED TO TAKE ACKNOWLEDGMENTS, PERSONNALLY APPEARED NAOMI PEREZ TO ME KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS IN, AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND SEVERAL ACKNOWLEDGED THE ARTICLES TO BE THE FREE AND VOLUNTARY ACT OF THEM, EACH FOR HIMSELF AND NOT FOR THE OTHER, AND THAT THE FACTS STATED HEREIN STATED ARE TRULY SET FORTH.

MY COMMISSION EXPIRES:



NOTARY PUBLIC, STATE OF FL AT LARGE

HAVING BEEN NAMED REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, 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 AS SUCH.

REGISTERED AGENT