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LANDT, WIECHENS, TROW & LAPEER

A Partnership Including Professional Associations

FREDERICK E. LANDT, III  
EUGENE A. WIECHENS, P.A.  
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ATTORNEYS AT LAW  
POST OFFICE BOX 2045  
OCALA, FLORIDA 34478

August 18, 1997

\* Board Certified: Civil Litigation and  
Business Litigation  
Also Admitted to District of Columbia  
Certified Mediator

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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: Florentine Marble Baths, Inc.

900002271849--9  
-08/20/97--01019--003  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sirs:

Relative the above corporation, enclosed please find original and one copy of Articles of Incorporation for filing with your office. Also enclosed please find my check made payable to your order in the amount of \$122.50 to cover the cost of filing fees and one certified copy of the Articles. Please return one certified copy to my above Ocala post office address.

Thanking you in advance for your prompt attention in this regard, I am

Very truly yours,

LANDT, WIECHENS, TROW & LAPEER



Eugene A. Wiechens

EAW/wlg

Enclosures

8/21/97

**ARTICLES OF INCORPORATION  
OF  
FLORENTINE MARBLE BATHS, INC.**

**FILED**  
97 AUG 20 AM 9:00  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME AND ADDRESS**

The name of the Corporation shall be **FLORENTINE MARBLE BATHS, INC.**, with its principal place of business at 638-B Anchors Street, Ft. Walton Beach, Florida 32548.

**ARTICLE II - NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the Laws of the United States of America, the State of Florida, or any other state, territory, country, or nation.

**ARTICLE III - CAPITAL STOCK**

The Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$1.00).

**ARTICLE IV - PRE-EMPTIVE RIGHTS**

Every stockholder, upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED

**ARTICLE V - REGISTERED AGENT**

The initial Registered Agent for the Corporation is **MICHAEL G. GRANT**, and the street address of the Registered Agent is 638-B Anchors Street, Ft. Walton Beach, Florida 32548 . I, **MICHAEL G. GRANT**, the named Registered Agent for **FLORENTINE MARBLE BATHS, INC.**, being familiar with, accepts the obligations of this position by signing these Articles of Incorporation.

**ARTICLE VI - BOARD OF DIRECTORS**


This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is **MICHAEL G. GRANT**, whose address is 638-B Anchors Street, Ft. Walton Beach, Florida 32548.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is **MICHAEL G. GRANT**, whose address is 638-B Anchors Street, Ft. Walton Beach, Florida 32548.

**ARTICLE VIII - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

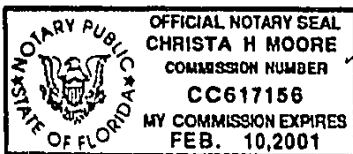
  
**MICHAEL G. GRANT**  
Incorporator and Registered Agent


STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, personally came and appeared **MICHAEL G. GRANT**, to me personally known or who produced FLDL# 6653-547-80-332 for identification.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this the 12<sup>th</sup> day of August, 1997.



  
Notary Public:  
State of Florida at Large

My Commission Expires: 02-10-2001