

p97000085396



ACCOUNT NO. : 072100000032

REFERENCE : 551711 4332656

AUTHORIZATION :

Patricia Pizutti

COST LIMIT : \$ 70.00

ORDER DATE : October 2, 1997

ORDER TIME : 11:24 AM

ORDER NO. : 551711-005

CUSTOMER NO: 4332656

9000002310349--3

CUSTOMER: Fernando Perez, Iii, Esq
ANDERSON & ORCUTT

Suite 2400
401 East Jackson Street
Tampa, FL 33602

FILED
97 OCT -2 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PROSUN TANNING PALACE OF
TAMPA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

97 OCT -2 PM 1:30
OFFICE OF CORPORATION

SN OCT -2 1997

3

**ARTICLES OF INCORPORATION
OF**

PROSUN TANNING PALACE OF TAMPA, INC.

FILED

97 OCT -2 PM 3:10

SHARON L. HALL
HALLAHASSEE, FLORIDA
STATE
ORIGIN

ARTICLE I - NAME, PRINCIPAL ADDRESS AND MAILING ADDRESS

The name of the Corporation shall be **PROSUN TANNING PALACE OF TAMPA, INC.**
The principal and mailing address of the corporation shall be 2442 23rd St. North, St. Petersburg, Florida 33713.

ARTICLE II - CAPITAL STOCK

The Corporation is authorized to issue one thousand (1,000) shares of capital stock of the par value of One Dollar (\$1.00) which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

ARTICLE III - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

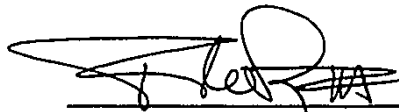
ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 401 East Jackson Street, Suite 2400, Tampa, Florida 33602, and the name of the initial registered agent of the Corporation at that address is **FERNANDO PEREZ III**, Esquire.

ARTICLE V - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is **FERNANDO PEREZ III**, Esquire, 401 East Jackson Street, Suite 2400, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of September, 1997.



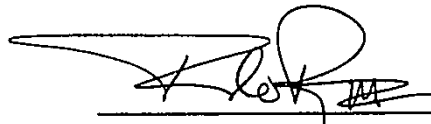
**FERNANDO PEREZ III, Esquire
Incorporator**

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

In compliance with the, Florida Statutes, the following is submitted:


That **PROSUN TANNING PALACE OF TAMPA, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal office at 2442 23rd Street, North, St. Petersburg, Florida 33713, has named **Fernando Perez III, Esquire**, at 401 East Jackson Street, Suite 2400, Tampa, Florida 33602, as its agent to accept service of process within Florida.

Dated: 9/25/97



Fernando Perez III, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.



**Fernando Perez III, Esquire
Registered Agent**

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TALLAHASSEE, FLORIDA
STATE