

P98000054435

Eamon Toner
1808 S Young Circle
Hollywood, FL 33020

June 3, 1998

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32399

600002561666--9
-06/16/98-01111-001
*****70.00 *****70.00

Attention: Charter Section

Gentlemen:

Enclosed please find properly executed Articles of Incorporation.
I would greatly appreciate your filing same with the Secretary of
State.

We have enclosed our check in the total amount of \$ 70 to cover
the costs of said filing and incorporation.

Very truly yours,


Eamon Toner

FILED
98 JUN 16 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Extreme Tan and Swim Wear, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1808 S Young Circle

Hollywood, FL 33020

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 (no par value)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Eamon Toner

1808 S Young Circle

Hollywood, FL 33020

FILED
98 JUN 16 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Eamon Toner

Blanche Purcell

1808 S Young Circle

1808 S Young Circle

Hollywood, FL 33020

Hollywood, FL 33020

The undersigned incorporator(s) have executed these Articles of Incorporation this 4th day of June, 1998.

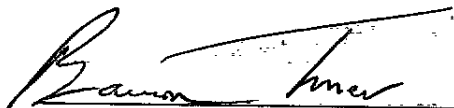


Signature



Signature

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.



6/4/98

Signature/Registered Agent

Date