FRINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

OFFICE USE ONLY

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# 99 MAR -2 PN 3: 06 SECRETARY OF STATE TALLAHASSEE FLORIDA

## ARTICLES OF INCORPORATION OF

SPA-GO SERVICES, INC.

#### ARTICLE I

The name of this corporation shall be SPA-GO SERVICES, Inc.

#### ARTICLE II PURPOSE

The purpose or purposes for which this corporation is organized is the transaction of any and all lawful business within or outside of the United States of America.

### ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock of One Dollar (\$1.00) par value.

Instrument Prepared By:
Bruce Herman, Esquire
Kelley, Herman & Smith
1401 E. Broward Boulevard
Suite 206
Fort Lauderdale, Florida 33301

#### ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1401 E. Broward Boulevard, Suite 206, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation at that address is Bruce Herman, Esq.

#### ARTICLE V PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and the mailing address of the corporation is: 1323 SE 17th Street, Suite 658, Fort Lauderdale, Florida 33316.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The names and addresses of the directors of this corporation are:

Karen Shepherd, President/Director 1323 SE 17th Street, Suite 658 Fort Lauderdale, FL 33316

Robert Shepherd, Secretary/Director 1323 SE 17th Street, Suite 658 Fort Lauderdale, Florida 33316

#### ARTICLE VII INCORPORATORS

The name and post office address of the incorporator of this corporation is as follows:

Karen Shepherd 1323 SE 17th Street, Suite 658 Fort Lauderdale, Florida 33316

#### ARTICLE VIII SPECIAL PROVISIONS

Special provisions for the regulation of the business and the conduct of the affairs of this corporation are:

- <u>Section 1.</u> The place and time for the annual meeting of the stockholders and the Board of Directors of this corporation shall be fixed by the By-Laws.
- <u>Section 2.</u> Any meeting of the stockholders and Board of Directors may be held either within or without the State of Florida.
- Section 3. The officers of this corporation shall be such officers as the By-Laws may establish or as the Board of Directors may elect. Any one person may hold two of said offices.
- <u>Section 4.</u> The By-Laws of this corporation shall be made by the Board of Directors and may be amended by the Board of Directors.
- Section 5. The Board of Directors may set apart out of any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose and abolish any such reserve in the manner in which it was created.
- Section 6. The original incorporators of this corporation shall have the right to, and may, after the reorganization of same, assign and deliver such subscriptions of stock herein to any other person who may hereinafter, by assignment or otherwise, become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all of the rights, liabilities and duties entailed by said subscriptions subject to the law of the State of Florida.
- Section 7. Pursuant to Florida Statutes 607.167, the date that the corporate existence of this corporation shall commence is March 2, 1999, this being the day of the subscription and acknowledgment of the herein contained Articles of Incorporation.
- Section 8. No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a director or directors or officer or officers of such corporation, and any stockholders may individually or jointly be a party or parties to or may be interested in any contract or transaction with this corporation, or in which this corporation shall be interested; and no contract or transaction of this corporation with any person or persons, firm or corporation, shall be affected or invalidated by the fact that any stockholder, or officer or officers of this corporation is a party, or are

the parties to, or are interested in such contract, or act, or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a stockholder or officer of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of March, 1999.

STATE OF FLORIDA )SS.: COUNTY OF BROWARD ) PERSONALLY APPEARED before me, the undersigned officer, duly authorized to administer oaths and take acknowledgments, Karen Shepherd, personally known to me as identification and who executed and or has produced subscribed to the foregoing Articles of Incorporation, and acknowledged before me the execution of the same for the purposes therein expressed. IN WITNESS WHEREOF, I have hereunto set my hand and official seal this \_ day of March, 1999. My Commission Expires: Notary Public, State of Florida Print Name: Katherine L. KATHERINE L. OSBORNE My commission # CC 537399 EXPIRES: March 13, 2000 londed Thru Notzry Public Underwriters ACCEPTANCE OF REGISTERED AGENT Designation as initial registered agent for the foregoing corporation is hereb accepted. RUCEÆEŔMAN