OOOOOS382 MICHAEL DAVID McDonough ATTORNEY AT LAW 12798 FOREST HILL BOULEVARD, SUITE 201A

Wellington, Florida 33414

(407) 791-0590 FAX (407) 791-0940

June 8, 1999

500002901905--1 -06/11/99--01056--010 *****78.75 ******78.75

Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION OF "LIGHTHOUSE MASSAGE, INC.

Dear Sir or Madam:

I am enclosing herewith the original and one copy of the Articles of Incorporation of the above-referenced corporation. In addition, I am enclosing a check in the sum of \$78.75 which represents the following fees: (607.0122)

Filing fee \$35.00 Certified copy \$ 8.75 Registered Agent fee \$35.00

Total

\$ 78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated. If you have any questions or if there are problems with which you wish to discuss, please do not hesitate to contact me.

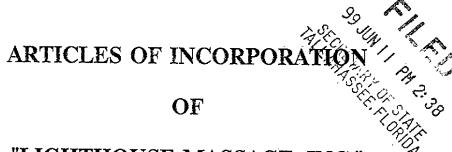
Sincerely yours,

menoy

Michael David McDonough

MDM/ps

Gan Und



"LIGHTHOUSE MASSAGE, INC."

ARTICLE I

The name of this corporation is "LIGHTHOUSE MASSAGE, INC."

ARTICLE II

The initial principal office of the corporation is located at 2789 Florida Mango Road, #317, Lake Worth, Florida 33461. The mailing address of the corporation is 2789 Florida Mango Road, #317, Lake Worth, Florida 33461.

ARTICLE III

The number of shares the corporation is entitled to issue is 1,000 shares.

ARTICLE IV

The street address of the initial registered office of this corporation is 12798 Forest Hill Boulevard, Suite 201A, Wellington, Florida 33414, and the name of the initial registered agent of this corporation at that address is MICHAEL DAVID MCDONOUGH.

ARTICLE V

The names and addresses of the incorporators are Kathy L. Chandler, 75 Barberton Road, Lake Worth, Florida 33467, and Sharon L. Chandler, 2789 Florida Mango Road, #317, Lake Worth, Florida 33461.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 5th day of June, 1999.

KATHY L. CHANDLER

Maron L. Chandles SHARON L. CHANDLER

Having been named as registered agent for the above-stated corporation, 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, and I accept the duties and obligations of section 607.0505, Florida Statutes 1993.

MICHAEL DAVID MCDONOUGH

