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FRANCINE CLAIR LANDAU
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August 16, 1999

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-08/19/99-01060--007
****122.50 ****78.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

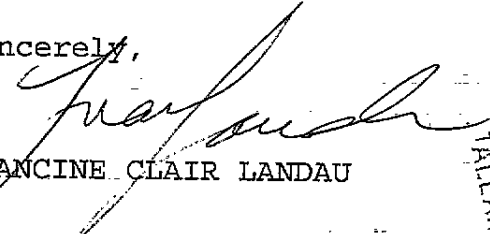
Re: Florida's Body Company, Inc.

Dear Sirs:

Enclosed please find the two original signed Articles of Incorporation for the captioned client, along with my firm check in the amount of \$122.50. Please be kind enough to send my certified copy back as soon as possible.

If you have any questions about this document, or need to make any changes before filing, please call my office. Please do not return the document without calling. You may call collect, if necessary. Thank you for your usual prompt attention.

Sincerely,


FRANCINE CLAIR LANDAU

FCL/f
Enclosures
cc: Florida's Body Company, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA


2-24-99
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ARTICLES OF INCORPORATION

OF

FLORIDA'S BODY COMPANY, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1 - NAME

The name of the corporation is FLORIDA'S BODY COMPANY, INC.

ARTICLE 2 - DURATION

The period of its duration is perpetual.

ARTICLE 3 - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE 4 - STOCK

The Corporation shall have the authority to issue one thousand (1,000.00) shares of common stock, all of one class, having a par value of One Dollar (\$1.00).

ARTICLE 5 - PRINCIPAL/REGISTERED OFFICE

The address of its principal office is:

5310 Broadway Avenue
P.O. Box 6954
Jacksonville, Florida 32254

and the name of its initial registered agent and her address is:

FRANCINE CLAIR LANDAU, ESQUIRE
1501 San Marco Boulevard
Jacksonville, Florida 32207

ARTICLE 6 - DIRECTORS

The number of Directors constituting its initial Board of Directors shall be four. The number of Directors may be changed from time to time, but shall never be less than one (2). The name and address of the initial Board of Directors is as follows:

John L. Murray
1456 Longview Drive South
Jacksonville, Florida 32223

Gloria F. Murray
1456 Longview Drive South
Jacksonville, Florida 32223

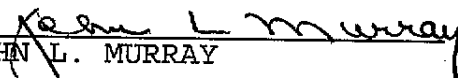
Stanley Coveleskie
6790 Burning Tree Drive
Seminole, Florida 33777

Kate Coveleskie
6790 Burning Tree Drive
Seminole, Florida 33777

ARTICLE 7 - INCORPORATOR

John L. Murray
1456 Longview Drive South
Jacksonville, Florida 32223

DATED this 16 day of August, 1999.


JOHN L. MURRAY

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 16 day of August, 1999, by John L. Murray. He is personally known to me or has produced _____ as identification and did take an oath.

WITNESS my hand and official seal this 16 day of August,

1999, Jacksonville, Duval County, Florida.



Randal L. Moore
MY COMMISSION # CC590339 EXPIRES
October 20, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Randal L. Moore
NOTARY PUBLIC

My Commission expires: 10/20/2000

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, 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.

DATED this ____ day of August, 1999.

Francine Clair Landau
FRANCINE CLAIR LANDAU, ESQUIRE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA