Filing and License Fee: \$230.00 minimum

ID	Number:	
\mathbf{u}	Number,	

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is SUNKISST TANS, INC.

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares 600

<u>or</u>

(b) If more than one class: Total number of shares of each class

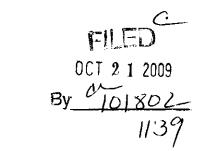
A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

3. The address of the initial registered office of the corporation is 1140 Reservoir Avenue

			(Street Address, <u>not</u> P.O. Box)	
Cranston		, RI	02920	and the name of its initial registered agent
	(City/Town)		(Zip Code)	
at such address is	Steven A. Moretti, Esq.			
	(Name of Agent)		*

 The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.



Form No. 100 Revised: 12/05 6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

As determined by the By-Laws				
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7. The name and address of each incorporator is:

	<u>Name</u>	Address
Stever	n A. Moretti, Esq.	1140 Reservoir Avenue, Cranston, RI 02920
<u>.</u>		
8. These	Articles of Incorporation s ne 90 th day after the date of	shall be effective upon filing unless a specified date is provided which shall be no later
	le so day aller the date t	
		Under penalty of perjury, I/we declare and affirm that I/we have
		examined these Articles of Incorporation, including any
		accompanying attachments, and that all statements contained herein are true and correct
Date:	10/15/09	
<i>Date</i> :		

Signature of each Incorporator

State of Rhode Island and Providence Plantations



A. Ralph Mollis Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island

and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws

of Rhode Island, as amended, has been filed in this office on this day:

A. ' apr loceio

A. RALPH MOLLIS Secretary of State

