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(Business Entity Name)

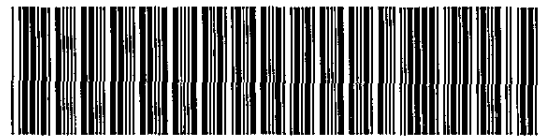
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06 MAR 10 AM 11:34
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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2006 MAR 14 PM 12:51
CLERK OF STATE
TALLAHASSEE, FLORIDA

3/15/06

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

FILED

2006 MAR 14 PM 12:51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. REVITACELL SPA COLLECTION INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
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- Pick up time 2:06
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 13, 2006

LAZARUS CORPORATE FILING SERVICE
3320 SW 87TH AVENUE
MIAMI, FL 33165

SUBJECT: REVITACELL SPA COLLECTION INC
Ref. Number: W06000012120

We have received your document for REVITACELL SPA COLLECTION INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filing Section

Letter Number: 506A00017145

RECEIVED
06 MAR 14 PM 4:40
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
REVITACELL SPA COLLECTION INC**

FILED

2006 MAR 14 PM 12: 51

SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, the undersigned, do hereby associate ourselves together and subscribe this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions:

ARTICLE ONE

THE NAME of the Corporation shall be:

REVITACELL SPA COLLECTION INC

THE CORPORATION may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE TWO

THE MAXIMUM number of shares of stock which the corporation shall have outstanding at any time, shall be 100 shares of stock which shall be common stock at par value of \$1.00 per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE THREE

THIS CORPORATION shall begin business with a minimum capital in the amount of ONE HUNDRED DOLLARS AND 00/1.00 (\$100.00)

ARTICLE FOUR

THE CORPORATION shall have perpetual existence.

ARTICLE FIVE

THE PRINCIPAL office of the Corporation shall be located at:

2440 Coral Way
Miami, Florida 33145

OTHER OFFICES for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SIX

THE BUSINESS of the Corporation shall be managed by a Board of Directors, who need not be stockholders of the Corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the By-Laws.

ARTICLE SEVEN

THE NAMES and post office addresses of the members of the First Board of Directors and Officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

**Cristina Garcia Matz
2440 Coral Way
Miami, Florida 33145**

OFFICERS

Cristina Garcia Matz- President, Vice-President, Secretary and Director.

ARTICLE EIGHT

THE NAMES and post office addresses of each of the subscribers to this Certificate of Incorporation are as follows:

CRISTINA GARCIA MATZ
2440 Coral Way
Miami, Florida 33145

ARTICLE NINE

THIS CORPORATION shall have full power to carry on and transact each or all of the businesses enumerated in Article One of this Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE TEN

THIS CORPORATION shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly said, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE ELEVEN

UPON ELECTION of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this Certificate otherwise provided by the By-Laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock shall be fully or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.

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2006 MAR 14 PM 12: 52

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE TWELVE

THE CORPORATION shall designate Raul F. Pino with offices located 2440 Coral Way, Miami, Florida 33145 its duly authorized Registered Agent to be in charge of the Corporate Registered Office as required by State Law.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, REVITACELL SPA COLLECTION INC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named:

RAUL F. PINO

as its Registered Agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of progress for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



RAUL F. PINO

WITNESS WHEREOF, the undersigned Incorporators have hereunto set their hands and affixed their seals on this 22 day of February, 2006.


CRISTINA GARCIA MATZ

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared:

CRISTINA GARCIA MATZ

who has produced _____, as identification and/or personally known to
~~me who~~ after first being duly sworn, executed the foregoing Certificate of Incorporation,
freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami,
Dade County, Florida, this 22 day of February, 2006.


NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:

