

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-7371
904-222-7372 FAX

800-342-0086



Handwritten: 7600010154
Stamp: RECEIVED JAN 31 1996 DIVISION OF CORPORATIONS

ACCOUNT NO. 072100000032

REFERENCE # 010435 0739A

AUTHORIZATION # *Patricia Pyjunt*

COST LIMIT # \$ 122.50

ORDER DATE : January 18, 1996

ORDER TIME : 3:56 PM

ORDER NO. : 010435

CUSTOMER NO: 0739A

SUBJECT: 7032521

CUSTOMER: Ms. Linda M. Devito
SIEGEL & LIPMAN

Suite 001
5355 Town Center Road
Boca Raton, FL 33432

DOMESTIC FILING

NAME: MINERAL CONCEPTS, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS: T. BROWN FEB - 1 1996

FILED
96 JAN 31 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 JAN 31 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MINERAL CONCEPTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MINERAL CONCEPTS, INC.

The address of the principal office of this corporation shall be 6149 Northwest 23rd Road, Boca Raton, Florida 33433, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6149 Northwest 23rd Road, Boca Raton, Florida 32301, and the name of the initial registered agent of the corporation at that address is Mr. Zeev Porath.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Zeev Porath Dir.	6149 Northwest 23rd Road Boca Raton, Florida
Josef Porath Dir.	Same
Bella Efrati Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Zeev Porath Pres./Sec.	6149 Northwest 23rd Road Boca Raton, Florida 33433
Josef Porath Vice Pres.	Same
Bella Efrati Treas.	Same


ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 31, 1996.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Gail Shelby

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0501 or 817.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Mineral Concepts, Inc.

2. The name and address of the registered agent and office is:

Mr. Zeev Porath

(Name)

6149 N.W. 23rd Road

(P.O. Box not acceptable)

Boca Raton, Florida 33433

(City/State/Zip)

96 JAN 31 PM 12:20
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Zeev Porath
(Signature)

1201 HAYS STREET
TALLAHASSEE, FL 32304
904-222-9171
904-222-0191 FAX

800-342-8086



P96000010154

ACCOUNT NO. : 072100000032
REFERENCE : 860325 8739A
AUTHORIZATION : Patricia Pyzdek
COST LIMIT : \$ 35.00

ORDER DATE : February 26, 1996
ORDER TIME : 3:48 PM
ORDER NO. : 860325
CUSTOMER NO: 8739A

500001724585

CUSTOMER: Gary S. Dunay, Esq
Siegel & Lipman
Suite 801
5355 Town Center Road
Boca Raton, FL 33432

DOMESTIC AMENDMENT FILING

NAME: MINERAL CONCEPTS, INC.

FILED
96 FEB 26 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
96 FEB 26 PM 4:09
DIVISION OF CORPORATION

Handwritten signature: Name Change 2/27/96

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: *DL*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MINERAL CONCEPTS, INC.

FILED
26 FEB 26 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned being the President of MINERAL CONCEPTS, INC., a Florida corporation (the "Corporation"), hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation, on behalf of the Corporation, and further state as follows:

1. Article 1 of the Articles of Incorporation is amended in its entirety to read as follows:

"ARTICLE 1

The name of this Corporation is Mineral Cosmetics, Inc."

2. The foregoing amendment was adopted by all of the members of the Board of Directors and all of the Shareholders of this Corporation in a written action of all the members of the Board of Directors and all of the Shareholders of this Corporation dated the 22nd day of February 1996.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment to the Articles of Incorporation this 22nd day of February 1996, all in accordance with Section 607.1006, Florida Statutes.

MINERAL CONCEPTS, INC., a
Florida corporation

By: Zeev Porath
Zeev Porath, President