

**CARL ANDERSON**

*PP96000102148*  
**FILED**

96 DEC 18 PII 3: 50 (813) 949-6251  
SECRETARY OF STATE Fax (813) 949-9658  
TALLAHASSEE, FLORIDA

December 17, 1996

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

900002032599--0  
-12/18/96--01073--006  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Aesthetic Medical Arts, Inc.

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation for the above-referenced corporation for filing. Also enclosed is a check in the amount of \$122.50 in payment of the filing fee, registered agent fee and a certified copy of the Articles of Incorporation. Please return the certified copy to the undersigned.

Thank you for your cooperation in this matter. If you have any questions, please give me a call.

Very truly yours,

*Carl Anderson nm*  
Carl Anderson

CA/nm

enclosures

*12/18/96*

**ARTICLES OF INCORPORATION**  
**OF**  
**AESTHETIC MEDICAL ARTS, INC.**

**FILED**  
96 DEC 18 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is Aesthetic Medical Arts, Inc. (the "Corporation").

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 19235 U.S. Highway 41 North, Lutz, FL 33549.

**ARTICLE IV - PURPOSE**

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

**ARTICLE V - CAPITAL STOCK**

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 19235 U.S. Highway 41 North, Lutz, FL 33549. The name of the initial registered agent at such address is Carl Anderson.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Carl Anderson	19235 U.S. Highway 41 North Lutz, FL 33549

**ARTICLE VIII - BY-LAWS**

The initial By-Laws of this Corporation shall be adopted by the initial director of this Corporation.

**ARTICLE IX - INDEMNIFICATION**

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by applicable law.

**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

<b><u>Name</u></b>	<b><u>Address</u></b>
Carl Anderson	19235 U.S. Highway 41 North Lutz, FL 33549

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 16 day of December, 1996.

FILED  
96 DEC 18 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Carl Anderson  
Carl Anderson, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

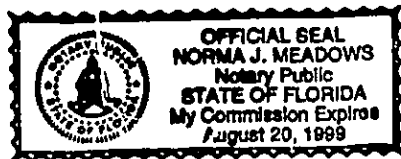
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 16 DAY OF DECEMBER, 1996.

By: Carl Anderson  
CARL ANDERSON  
Registered Agent

STATE OF FLORIDA            )  
  )  
COUNTY OF HILLSBOROUGH )

The foregoing instrument was acknowledged before me this 16th day of December, 1996 by Carl Anderson, who, as Incorporator, executed the foregoing Articles of Incorporation of Aesthetic Medical Arts, Inc., a Florida corporation, who is personally known to me ~~or who has~~ produced \_\_\_\_\_ as identification and who ~~did~~ did not take an oath on behalf of the corporation.



Norma J. Meadows  
NOTARY PUBLIC, STATE OF FLORIDA