OFFICE USE ONLY (Document UCC FILING & SEARCH SERVICES, INC. (Requestor's Name) 526 EAST PARK AVENUE (Address) TALLAHASSEE FL 32301 (904) 681-6528 (City, State, Zip) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Welk In. Pick Up Time Certificate of Status Mail Out Certificate of Good Standing Will Wait FEB 1 2 1997 ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS AMENDMENTS Profit Amendment Certificate of FICTITIOUS NAME NonProfit Resignation of R A, Officer/Director Limited Liability Change of Registered Agent FICTITIOUS NAME SEARCH Domestication Dissolution/Withdrawal Other Marger CORP SEARCH OTHER FILINGS REGISTRATION/QUALIFICATION **HOLD FOR** Annual Report **PICKUP BY** Fictitious Name Limited Partnership **UCC SERVICES** Name Reservation Reinstatement Trademark

Examiner's Initials

Other

FILED

97 FEB 12 PM 1:55

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FRESH FACE, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

FRESH FACE, INC.

The address of the principal office of this corporation shall be c/o Caryn Levin, 21567 Coronado Avenue, 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 200 shares of common stock at no par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officer and Director is:

Caryn Levin 21567 Coronado Avenue Boca Raton, FL 33433

Sole Officer and Director

ARTICLE VII, INCORPORATOR

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

UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on this 12th day of February, 1997.

UCC Filing & Search Services, Inc.

y:___*x*

Its Agent. Betty

V AB Young

FILED
97 FEB 12 PH 1:55
SECULIAR SELECTION OF THE ORIGINAL PROPERTY OF

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position or Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

Its Agent, Bett