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June 24, 1998

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VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-06/25/98--01051--007
****122.50 ****122.50

Re: Articles of Incorporation for
Future Cosmetic Science, Inc.

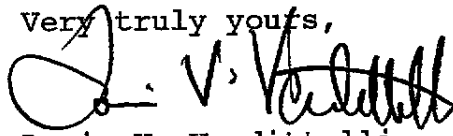
Dear Madame/Sir:

I am enclosing two original Articles of Incorporation for Future Cosmetic Science, Inc. Enclosed is my firm's check in the amount of \$122.50.

Please return a signed original and a certified copy back to us.

Thank you for your assistance and cooperation.


Very truly yours,


Louis V. Vendittelli

LVV/ebr

Enclosures

FILED
98 JUN 25 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 26 1998


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**ARTICLES OF INCORPORATION
FUTURE COSMETIC SCIENCE, INC.**

FILED
98 JUN 25 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name and mailing address of this Corporation is Future Cosmetic Science, Inc., One Biscayne Tower - Suite 1684, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of stock (.01 cents) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent is Sheeche & Vendittelli, P.A., One Biscayne Tower - Suite 1684, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VI - 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 by the Bylaws but shall never be less than one (1). The names and addresses of the initial Director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Louis V. Vendittelli	One Biscayne Tower - Suite 1684 2 South Biscayne Boulevard Miami, Florida 33131

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR


The name and address of the person signing these Articles is Louis V. Vendittelli, One Biscayne Tower - Suite 1684, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE X - 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

24th day of June, 1998.



 Louis V. Vendittelli, Incorporator

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

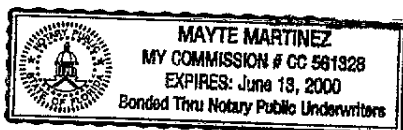
Before me, a Notary Public authorized in the State and County set forth above, personally appeared Louis V. Vendittelli, Esq., who is personally known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Future Cosmetic Science, Inc., and he acknowledged before me that he executed those Articles of Incorporation and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal, in the State and County aforesaid, this 24th day of June, 1998.

Mayte Martinez
Notary Public, State of Florida
at Large

My Commission Expires:

Mayte Martinez
Printed name of Notary Public



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION 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 ITS DUTIES.

DATED THIS 24TH DAY OF JUNE, 1998.

---SHEEHE & VENDITTELLI, P.A.

By:



LOUIS V. VENDITTELLI, ESQ.
for Sheehe & Vendittelli, P.A.
(Registered Agent)

(Corporate Seal)

FILED
98 JUN 25 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA