

P990011705

FILINGS, INC. TERESA ROMAN
 (Requestor's Name)
 2805 LITTLE DEAL ROAD
 (Address)
 TALLAHASSEE, FLORIDA 32308 385-6735
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

300003050133-9
 -11/22/99-01001-006
 *****70.00 *****70.00

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

1. Beauty Skin - Deep, Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED
 99 NOV 19 PM 3:34
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

RECEIVED
 99 NOV 19 PM 3:15
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten Signature]

Examiner's Initials

ARTICLES OF INCORPORATION

OF

BEAUTY SKIN-DEEP, INC.

ARTICLE I - NAME

The name of this corporation is BEAUTY SKIN-DEEP, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of product marketing and sales, personal services and any other lawful business it may choose to undertake pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of stock with a One Dollar (\$1.00) par value, which said shares shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 922 S. SOUTHLAKE DRIVE, HOLLYWOOD, FL 33019. The name of the initial Registered Agent of this corporation is CATHERINE L TOMASELLO, and her address is 922 S. SOUTHLAKE DRIVE, HOLLYWOOD, FL 33019. THE MAILING ADDRESS OF THIS CORPORATION IS 922 S. SOUTHLAKE DRIVE, HOLLYWOOD, FL 33019. THE REGISTERED OFFICE ADDRESS OF THIS CORPORATION AND THE MAILING ADDRESS OF THIS CORPORATION ARE THE SAME.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Initial Director. The number of all directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the Initial Director of this corporation are:

Catherine L. Tomasello, President/Director

922 S. SOUTHLAKE DRIVE
HOLLYWOOD, FL 33019

Prepared by:

Mitchell J. Zidel, Esq.
Attorney at Law
80 S.W. 8th Street
Suite 1910
Miami, FL 33130
Fla Bar # 999288

99 NOV 19 PM 3: 34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE VII - INCORPORATION

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

Catherine I. Tomasello
922 S. Southlake Drive
Hollywood, FL 33019.

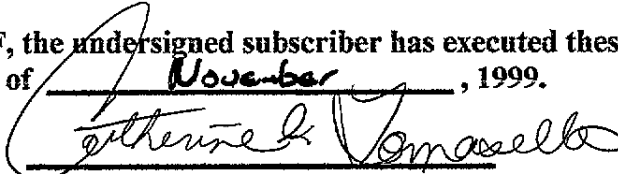
ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation and amendment thereof and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of November, 1999.


Catherine I. Tomasello


STATE OF FLORIDA)
 SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Catherine I. Tomasello, to me well known and known to me to be the person described in and who acknowledged to and before me that she executed the same for the purposes therein expressed.

FL DL#T524-129-64-543-0

WITNESS my hand and official seal this 10th day of November, 1999.





NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto, and to comply with the provisions of all other Statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, *I have hereunto set my hand and seal this*

10th day of November, 1999.

**I HEREBY AM FAMILIAR WITH AND ACCEPT
THE DUTIES AND RESPONSIBILITIES AS
REGISTERED AGENT FOR SAID CORPORATION.**

BY:

Catherine L. Tomasello

CATHERINE I. TOMASELLO

FILED
99 NOV 19 PM 3:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA