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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032  
REFERENCE : 916767 4301763  
AUTHORIZATION :  
COST LIMIT : \$ 78.75 *Patricia Pizute*

ORDER DATE : February 3, 2003

ORDER TIME : 3:03 PM

ORDER NO. : 916767-015

CUSTOMER NO: 4301763

CUSTOMER: Ms. Donna Pekarsky  
Jenkins & Gilchrist Parker  
Bldg. 405, Bldg. 405, The  
Chrysler Building 405  
New York, NY 10174

FOREIGN FILINGS

NAME: ADVANCED AESTHETICS, INC.  
ESTABELLA INC.

\*\*\*\*FILE 1ST\*\*\*\*

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Advanced Aesthetics, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 12, 2002 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. \_\_\_\_\_  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 515 North Flagler Drive, Suite 300P, West Palm Beach, Florida 33401  
(Principal office address)  
  
515 North Flagler Drive, Suite 300P, West Palm Beach, Florida 33401  
(Current mailing address)

8. Management of hair salons and spas  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hayes Street

Tallahassee, Florida 32301  
(City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company

**Brian Courtney**  
**Asst. V. Pres**

By: \_\_\_\_\_

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF  
TALLAHASSEE, FLORIDA

### RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Edward R. Mandell, do hereby certify that this Resolution of the Board of Directors of ADVANCED AESTHETICS, INC. a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on February 4, 2003. Be it resolved, that ADVANCED AESTHETICS, INC. organized and existing in the State of Delaware, hereby adopts the name ESTABELLA INC. for use in the State of Florida.

Date: February 4, 2003

E. Mandell

Chairman, Vice Chairman or any officer

Edward R. Mandell

Type or Print Name

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Richard Rakowski

Address: 515 North Flagler Drive, Suite 300P, West Palm Beach, Florida 33401

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Joseph Crace

Address: 515 North Flagler Drive, Suite 300P, West Palm Beach, Florida 33401

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Edward R. Mandell

Address: c/o Jenkins & Gilchrist Parker Chapin LLP, 405 Lexington Avenue, New York, NY 10174

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. E. Mandell  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward R. Mandell, Secretary  
(Typed or printed name and capacity of person signing application)

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# Delaware

PAGE 1

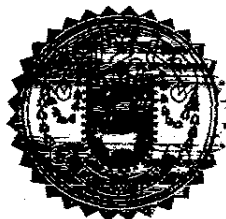
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVANCED AESTHETICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ADVANCED AESTHETICS, INC." WAS INCORPORATED ON THE TWELFTH DAY OF JULY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3547037 8300

AUTHENTICATION: 2238325

030068939

DATE: 02-03-03