

F99000004545



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 630079 4300043

AUTHORIZATION :

Patricia Pigeto

COST LIMIT : \$ 43.75

ORDER DATE : March 17, 2000

ORDER TIME : 10:48 AM

ORDER NO. : 630079-015

4000003182844--1

CUSTOMER NO: 4300043

CUSTOMER: Vito Piacente, Legal Asst
Proskauer Rose LLP
1585 Broadway

New York, NY 10036-8299

FOREIGN FILINGS

NAME: DERMPLACE, INC.

XX PROFIT
XXXX AMENDMENT

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

N.C.
G. COULLETTE MAR 24 2000

FILED
00 MAR 24 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAR 24 AM 11:24
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

DERMPLACE, INC.

DELAWARE

September 1, 1999

SECTION II

its jurisdiction of incorporation? March 17, 2000

Myskinmd, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Signature

March 23, 2000

Date _____

Stephen W. Rubin

Vice President

FILED
00 MAR 24 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "DR. SKIN, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DERMPLACE, INC.", ON THE TWENTIETH DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "DERMPLACE, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MYSKINMD, INC.", ON THE SEVENTEENTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MYSKINMD, INC.", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3088657 8321

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AUTHENTICATION:

0324219

DATE:

03-20-00