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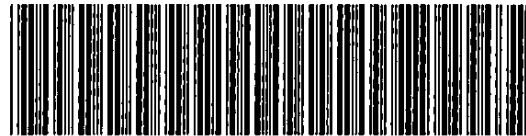
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosed is a check for \$125⁰⁰ to
cover filing fee for Articles of Organization +
designation of registered agent for Fantastic
Faces, LLC.

HARRIET FRIEDBERG
5021 OAK HILL LANE #124
DELRAY BEACH, FL 33484
(561) 455-0090

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TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION

FANTASTIC FACES, LLC

The undersigned, for the purpose of forming an LLC under the laws of the State of Florida, adopts the following Articles.

ARTICLE ONE (Name) – The name of the LLC is **FANTASTIC FACES, LLC**. The principle place of business is: 4900 Linton Blvd., Suite 21-22, Delray Beach, FL 33445

ARTICLE TWO (Duration) – The date and time of commencement of the LLC existence is concurrent with the time of filing Articles of an LLC by the Department of State.

ARTICLE THREE (Purpose) – The purposes for which this LLC is organized, are to promote, market and demonstrate cosmetic products and accessories to individuals, companies or organizations and to engage in any activity within the purpose for which LLC operations may be organized under the Florida General Corporation Act.

ARTICLE FOUR (Capitalization) – The aggregate number of shares which the LLC shall have authority to issue shall be one thousand, which shares shall be common stock at par value of one dollar (\$1.00) each.

ARTICLE FIVE (Registered Office & Registered Agent) - The Name and Address of the LLC's registered agent and office is: **NORMA BERKMAN**, 1 Financial Pl, Ste 2100, Ft. Lauderdale, FL 33394

REGISTERED AGENT APPOINTMENT ACCEPTED:


Norma Berkman, Registered Agent

ARTICLE SIX (Directors) – The number of directors constituting the initial Board of Directors is Two (2) , and the names and addresses of the persons who are to serve as initial directors are:

Harriet K. Friedberg 5021 Oak Hill Lane, #124, Delray Beach, FL 33484
Sheila K. Weiss, Esq. 100 E. Linton Blvd. #146A, Delray Beach, FL 33483

ARTICLE SEVEN (Former) - The name and address of the LLC former is:

HARRIET K. FRIEDBERG 5021 Oak Hill Lane #124, Delray Beach, FL 33484 ✓

ARTICLE EIGHT (Business outside state) – The LLC is empowered to carry on its business or any branch thereof in any State or Territory of the United States or in any foreign country in conformity with the laws of such State, Territory, or foreign country, and to have and maintain in any State, Territory, or foreign country a business office, plant, store, or other facility.

In witness whereof, I have executed these Articles of LLC on .2006


HARRIET K. FRIEDBERG

PREPARED BY: Sheila K. Weiss - FL BAR NUMBER: 315125
100 E. Linton Blvd #146 A, Delray Beach, FL 33483
(561) 865-2407 FAX: (561) 274-8149

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