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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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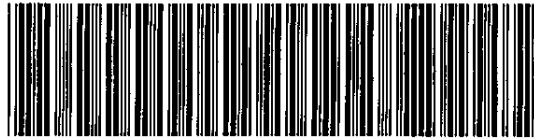
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LO7-27278
QR

Julianne R. Frank

A PROFESSIONAL ASSOCIATION

ATTORNEY AT LAW

February 27, 2007

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

RE: FLAWLESS FACES, L.L.C.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Limited Liability Company for the above-named proposed Florida limited liability company. Also enclosed is a check in the amount of \$177.50 representing payment of the following:

Filing Fee \$100.00
Certified copy fee \$52.50
Registered Agent \$25.00
Designation

Please file the enclosed Articles of Limited Liability Company and return a certified copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,


Julianne R. Frank

JRF/mg

Enclosures as stated

cc: Flawless Faces, LLC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF LIMITED LIABILITY COMPANY
OF
FLAWLESS FACES, L.L.C.**

The undersigned hereby establishes the following for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Limited Liability Company profit.

ARTICLE I

Name of Limited Liability Company

The name of this Limited Liability Company shall be Flawless Faces, L.L.C., with its principal office address at 110 Seashore Drive, Jupiter, FL 33477, and the mailing address shall be the same.

ARTICLE II

Purpose

This Limited Liability Company is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon Limited Liability Companies organized pursuant to the laws under which the Limited Liability Company is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any and all lawful business; except that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telephone, telegraph or cemetery building, a building and loan association, fraternal benefit society or state fair exposition.
- (c) To do any and everything pertinent to the above.

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TALLAHASSEE, FLORIDA

ARTICLE III

Initial Registered Office and Agent

The street address of the initial registered office of this Limited Liability Company is:, and the name of the of the initial registered agent of this Limited Liability Company at that address is: Wendy Bordenave.

ARTICLE IV

Initial Mangers

This Limited Liability Company shall have one (1) manager initially. The number of managers may either be increased or diminished from time to time by the By-laws but shall never be less than one. The name and address of the initial manger of this Limited Liability Company are as follows:

Wendy Bordenave

110 Seashore Drive, Jupiter, FL 33477

ARTICLE V

Indemnification

The Limited Liability Company shall indemnify any officer or manager or any former manager, to the full extent permitted by law.

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TALLAHASSEE, FLORIDA

ARTICLE VI

Incorporator

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

Wendy Bordenave

110 Seashore Drive, Jupiter, FL 33477

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Limited


Liability Company this 6 day of March, 2007.


WENDY BORDENAVE

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument has acknowledged before me this 6th day of March, 2007, by

Wendy Bordenave who is personally known to me or who has produced _____ as
identification and who did take an oath.


NOTARY PUBLIC
State of Florida
My Commission expires:

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Julianne R. Frank
MY COMMISSION # DD239590 EXPIRES
August 7, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

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SECRET
TALLAHASSEE
OFFICE OF THE
NOTARY PUBLIC
STATE OF FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST: That Flawless Faces, L.L.C., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Limited Liability Company in the city of Jupiter, Florida, has named Wendy Bordenave, located at 1110 Seashore Drive, Jupiter, FL 33477, as its agent to accept service of process for the Limited Liability Company within this State.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


WENDY BORDENAVE

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