

795 000 000 705
LAW OFFICES OF
STUART R. MORRIS, P.A.

ATTORNEY AND CERTIFIED PUBLIC ACCOUNTANT

TELEPHONE:
407-750-3850 (BOCA RATON)
305-720-1214 (BROWARD)
305-082-8330 (AVENTURA)

2000 GLADES ROAD
SUITE 412
BOCA RATON, FL 33431

FAX:
407-750-4000
E-MAIL:
armorris@gato.net

September 8, 1995

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32301

RE: LE SECRET DE LA BEAUTE, L.C.
OUR FILE NO: 20021.001

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Organization for Florida Limited Liability Company and Affidavit of Membership and Contributions, along with our Firm's check in the amount of \$337.50 for the filing fees and one certified copy of the Articles. Kindly return the certified copy of the Articles and a date stamped copy of the Affidavit to this office in the enclosed, postage, prepaid envelope.

Should you have any further questions, please feel free to contact the undersigned at the above number.

Sincerely,

LAW OFFICES OF STUART R. MORRIS, P.A.

700001582817
-09/12/95--01086--004
****337.50 ****337.50

Stuart R. Morris

SRM/kv
encl

VIA: FEDERAL EXPRESS

Stuart Morris GAVE
AUTHORIZATION BY PHONE TO

CORRECT *Supp*

DATE *9/15/95*

DOC EXAM *Kevin Brown*

ADDITIONAL OFFICES:

FORT LAUDERDALE: 7880 NORTH UNIVERSITY DRIVE, SUITE 201, FORT LAUDERDALE, FLORIDA 33321

AVENTURA: 20801 DISCAYNE BOULEVARD, SUITE 420, AVENTURA, FLORIDA 33180

BROWN SEP 15 1995

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - NAME:

The name of the Limited Liability Company is: LE SECRET DE LA BEAUTE, L.L.C.

ARTICLE II - PURPOSE:

The purpose of the Limited Liability Company is to engage in any endeavor legal under the laws of the State of Florida and agreed to by the members.

ARTICLE III - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability company is: 323 NE 2nd Avenue, Delray Beach, Florida 33444. The Limited Liability Company may engage in business at the above address or at any other place agreed to by the members.

ARTICLE IV - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE V - MANAGEMENT:

The Limited Liability Company is to be managed by managers and the name and address of such managers who are to serve as managers is: Kodjo Gassou, Mona Desewu and Victoria Saint-Villus, 323 NE 2nd Avenue, Delray Beach, Florida 33444.

ARTICLE V - REGISTERED AGENT:

The Registered Agent of the Limited Liability Company is the LAW OFFICES OF STUART R. MORRIS, P.A. and the address of the Registered Agent is 2000 Glades Road, Suite 412, Boca Raton, Florida 33431.

ARTICLE VI - MEMBERSHIP

All rights, duties and obligations of membership in the Limited Liability Company, including, but not limited to, admission of new members, continuation of business on death or departure of a member, shall be determined by the members in the Organizational Agreement.

The parties hereto have executed these Articles of Organization this 6th day of September, 1995.


Kodjo Gassou, Member

09.06.95
Date


Mona Desewu, Member

09.06.95
Date


Victoria Saint-Villus, Member

09-06-95
Date

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member, KODJO GASSOU, of LE SECRET DE LA BEAUTE, I.L.C. deposes and says:

1. The above named Limited Liability Company has at least two members.
2. The total amount of cash contributed by the member(s) is \$10,000.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0. The property contributed consists of beauty supplies and equipment.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$10,000. This total includes amounts from 2 and 3 above.

KODJO GASSOU

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE.
REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: LE SECRET DE LA BEAUTE, L.C.
2. The name and address of the registered agent and office is:

Stuart R. Morris, Pres.
LAW OFFICES OF STUART R. MORRIS, P.A.
2000 Glades Road
Suite 412
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the
above stated Limited Liability Company at the place designated in this certificate, 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 relating to the proper and
complete performance of my duties, and I am familiar with and accept the obligations
of my position as registered agent.



Stuart R. Morris, Pres.

9-8-95

Date

L95000000705

LAW OFFICES OF
STUART R. MORRIS, P.A.

ATTORNEY AND CERTIFIED PUBLIC ACCOUNTANT

TELEPHONE:
407-750-3850 (BOCA RATON)
305-726-1214 (BROWARD)
305-882-8330 (AVENTURA)

2000 GLADES ROAD
SUITE 412
BOCA RATON, FL 33431

FAX:
407-750-4069
E-MAIL:
srnmorris@gato.net

October 20, 1995

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32301

RE: LE SECRET DE LA BEAUTE, LTD.
OUR FILE NO: 20021.001

700001620377
-10/26/95--01021--001
*****35.00 *****35.00

700001620377
-10/26/95--01021--002
*****17.50 *****17.50

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Organization of LE SECRET DE LA BEAUTE, L.C., along with our Firm's check in the amount of \$52.50 for the filing fees. Kindly return a date stamped copy of this document to this office in the enclosed, postage, prepaid envelope.

Should you have any further questions, please feel free to contact the undersigned at the above number.

Sincerely,

LAW OFFICES OF STUART R. MORRIS, P.A.

Stuart R. Morris

SRM/kv
encl

N/c

FILED
95 OCT 25 PM 4:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ADDITIONAL OFFICES:

FORT LAUDERDALE: 7860 NORTH UNIVERSITY DRIVE, SUITE 201, FORT LAUDERDALE, FLORIDA 33321
AVENTURA: 20801 DISCAYNE BOULEVARD, SUITE 420, AVENTURA, FLORIDA 33180

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
LE SECRET DE LA BEAUTE, L.C.

FILED
95 OCT 25 PM 4:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

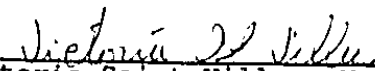
1. The Articles of Organization of LE SECRET DE LA BEAUTE, L.C. were filed with the Secretary of State on September 11, 1995, Document Number L95000000705. The Members of LE SECRET DE LA BEAUTE, L.C. hereby amend the Articles of Organization as follows:

A. The Managers and Members of the Company are Kodjo Gassou and Mona Desewu.

B. The name of the Company is hereby changed to KGMC, L.C.

Dated this 11th day of October, 1995.

LE SECRET DE LA BEAUTE, L.C.


Victoria Saint-Villus, Member and Manager


Kodjo Gassou, Member and Manager


Mona Desewu, Member and Manager