

M02000002264

August 26, 2002

By FedEx

Florida Department of State
Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

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-08/28/02--01007--026
****125.00 ****125.00

RE: Aura Science, LLC - Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida

Dear Sir/Madam:

M02-2264

On behalf of our client, Aura Science, LLC, enclosed for filing with your office is an original Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida as well as the signed Certificate of Designation of Registered Agent and an original certificate of existence issued by the Delaware Secretary of State on August 7, 2002. Also enclosed is a check payable to the Florida Department of State in the amount of One Hundred Twenty-Five Dollars (\$125.00) to cover the filing fees.

Please review and approve this application at your earliest opportunity and return a date-stamped copy of the application to me in the enclosed self-addressed, stamped envelope. I am enclosing a copy of our application for your convenience in providing this evidence.

Please let me know if you have any questions regarding this matter. Thank you for your assistance.

Very truly yours;

Carol R. Russell

Carol R. Russell
Legal Assistant

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 27 PM 12:21

WR 8/29

Enclosures

cc: Bruce Abramson
James H. Balthaser, Esq.

FF \$125

Carol.Russell@ThompsonHine.com Phone 614.469.3315 Fax 614.469.3361

CRR/mr 330473.1

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Aura Science, LLC (Name of foreign limited liability company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 13-4143588 (FEI number, if applicable)

4. September 19, 2000 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. On or about October 31, 2002 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. Aura Science, LLC, 666 Fifth Avenue, 4th Floor, New York, NY 10103 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here []

9. The usual business addresses of the managing members or managers are as follows:

Intimate Beauty Corporation, Member, 888 Seventh Avenue, New York, NY 10106

Shiseido Investments US, Inc., Member, 1301 Avenue of the Americas, New York, NY 10019

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Retail sales of high quality personal care products

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Bruce Abramson Typed or printed name of signee

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**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Aura Science, LLC

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System
(Name)

c/o C T Corporation System, 1200 South Pine Island Road
Florida street address (P.O. Box NOT ACCEPTABLE)

Plantation FL 33324
City/State/Zip

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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 as provided for in Chapter 608, F.S..

C T Corporation System

Susan J. Metze
(Signature)

Susan J. Metze
Assistant Secretary \$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

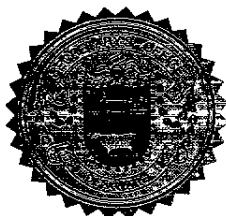
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AURA SCIENCE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF AUGUST, A.D. 2002.

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DIVISION OF CORPORATIONS
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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1925700

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DATE: 08-07-02