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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

03-06-00

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

BeauteNet, Inc.

Certificate of Status	1
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03-06-00

ARTICLES OF INCORPORATION OF BEAUTENET, INC.

Article I. Name

The name of this Florida corporation is:

BeauteNet, Inc. (hereinafter, the "Corporation")

Article II. Address

The Corporation's initial principal office and mailing address is:

BeauteNet, Inc.
14100 NW 60th Avenue
Miami Lakes, FL 33014

Article III. Registered Agent

The name and address of the Corporation's initial registered agent is:

Oscar E. Marina, Esq.
14100 NW 60th Avenue
Miami Lakes, FL 33014

Article IV. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of one director initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name and address of the Corporation's initial director is:

E. Scott Beattie 14100 NW 60th Avenue
Miami Lakes, FL 33014

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach, FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street, #200
Miami Beach, FL 33139

Article VII. Purpose

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

Article VIII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 6, 2000.

The undersigned incorporator executed these Articles of Incorporation on March 6, 2000.



Corporate Creations International Inc.
Roger A. Reyes, Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach, FL 33139
(305) 672-0686

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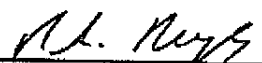
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
BeauteNet, Inc.

REGISTERED AGENT/OFFICE:
Oscar E. Marina, Esq.
14100 NW 60th Avenue
Miami Lakes, FL 33014

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Oscar E. Marina, Esq.
by R.A. Reyes as attorney-in-fact

Date: March 6, 2000

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941 Fourth Street #200
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