

P00000040766

Date APRIL 04 OF 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000003214740--7
-04/19/00--01068--005
****122.50 *****78.75

Re VIVANT SKIN CARE, INC.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

(individual's name)

VIVANT SKIN CARE, INC.
(name of corporation)

200 Aww
22316

MAILING ADDRESS OF CORPORATION		
1801 CORAL WAY SUITE 101		
MIAMI, FL 33145		
PHONE		
(305)	858-2066	
Area Code	Number	Ext.

1. burch APR 24 2000

ARTICLES OF INCORPORATION

of

VIVANT SKIN CARE, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

VIVANT SKIN CARE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted by the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	SARA FULTON
ADDRESS	1801 CORAL WAY SUITE 101
CITY	MIAMI, FLORIDA
ZIP	33145

The principal office, if known, or the mailing address of the corporation is:

NAME	
ADDRESS	1801 CORAL WAY SUITE 101
CITY	MIAMI, FLORIDA
ZIP	33145

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	SARA FULTON	PRESIDENT, V PRESIDENT, SECRETARY & TREASURER
ADDRESS	1801 CORAL WAY SUITE 101	
CITY	MIAMI	STATE FLORIDA
ZIP	33145	
NAME		
ADDRESS		
CITY		STATE FLORIDA
ZIP		
NAME		
ADDRESS		
CITY		STATE
ZIP		

FILED
00 APR 19 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	SARA FULTON		
ADDRESS	1801 CORAL WAY SUITE 101		
CITY	MIAMI	STATE	FLORIDA ZIP 33145
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 2000

Sara Fulton (Seal)

(Seal)

(Seal)

STATE OF FLORIDA)

SS

COUNTY OF DADE-MIAMI

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Sara Fulton
Signature

SOCIAL SECURITY No. 170-32-8150

Form of Identification

Signature

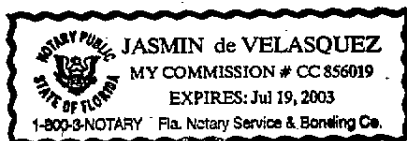
Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that SHE executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL



Witness my hand and official seal in the County and State last aforesaid this 04 day of APRIL, 2000.

Jasmin de Velasquez
Notary Signature

JASMIN DE VELASQUEZ

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

VIVANT SKIN CARE, INC.

(name of corporation)

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00 APR 19 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1801 CORAL WAY SUITE 101

MIAMI, FLORIDA 33145

has named SARA FULTON

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Sara Fulton
(registered agent)