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SUITE 101
2121 COUNTY ROAD 951
GOLDEN GATE, FL 34116-6543

October 24, 2000

EFFECTIVE DATE

10/24/00

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-10/27/00-01067-014
****122.50 *****78.75

DIVISION OF CORPORATIONS
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: PHYSICIAN'S CARE PERMANENT COSMETICS, INC.

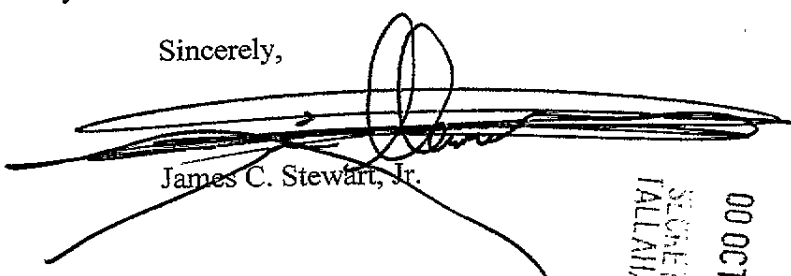
Dear Sir or Madam:

Enclosed herein please find articles of incorporation for the above referenced corporation. Also enclosed is this firm's trust account check in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that corporate existence of the corporation commences October 24, 2000.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,


James C. Stewart, Jr.

cc: Mrs. Ramona C. Russell

ENCLOSURES AS INDICATED

FILED
00 OCT 27 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PH 10/30/00

ARTICLES OF INCORPORATION

OF

PHYSICIAN'S CARE PERMANENT COSMETICS, INC., a Florida corporation

FILED

OCT 27 PM 12:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/24/00

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the FLORIDA BUSINESS CORPORATION ACT, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

PHYSICIAN'S CARE PERMANENT COSMETICS, INC.,
a Florida corporation

SECOND: The principal office or mailing address of the Corporation is:

Suite 103
9200 Bonita Beach Road S.E.
Bonita Springs, Florida 34135

THIRD: The aggregate number of shares that the Corporation is authorized to issue is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, the par value of each such share shall be **ONE AND NO/100S DOLLARS (\$1.00)**. Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
11925 Collier Boulevard
Golden Gate, Florida 34116-6543,

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

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is **TWO (2)**, and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

CHERYL ANN RYAN
28059 Oak Lane
Bonita Springs, Florida 34135

RAMONA C. RUSSELL
5401 Tamarind Ridge Drive
Naples, Florida 34119

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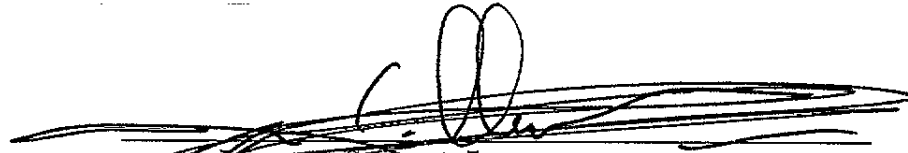
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIXTH: The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 101
11925 Collier Boulevard
Golden Gate, Florida 34116-6543

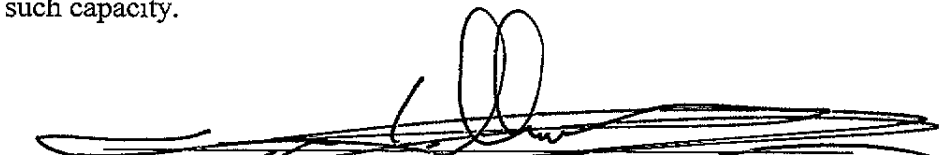
SEVENTH: The corporate existence of the Corporation shall commence on
OCTOBER 24, 2000.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator
hereinbefore named, for the purpose of forming a corporation under the Florida Business
Corporation Act, has executed these Articles of Incorporation, this 24th day of OCTOBER,
2000.



James C. Stewart, Jr.
Sole Incorporator

I, JAMES C. STEWART, JR., having been designated to act as registered agent,
hereby agree to act in such capacity.



JAMES C. STEWART, JR.