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To:

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

From:

Account Name : STANLEY A. GOLDSMITH, ATTORNEY AT LAW
 Account Number : I20000000069
 Phone : (941) 955-4990
 Fax Number : (941) 955-4997

FLORIDA PROFIT CORPORATION OR P.A.

CHIROMAGIC, INC.

Certificate of Status	1
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2/21/01

ARTICLES OF INCORPORATION

of

CHIROMAGIC, INC.

FIRST:

The name of the Corporation shall be CHIROMAGIC, INC.. The principal mailing address of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SECOND:

The purposes for which the Corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The Corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

Each Shareholder of any class of Stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation.

FIFTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SIXTH:

The Registered Agent for the Corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SEVENTH:

To the Incorporator of CHIROMAGIC, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your

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Registered Agent in accordance with F.S. 48.091.

2/21/01
Date

Stanley A. Goldsmith
STANLEY A. GOLDSMITH

EIGHTH:

The initial Board of Directors of the Corporation shall consist of three (3) member(s):

Stanley A. Goldsmith
1605 Main Street, Suite 1001
Sarasota, Florida 34236

Jeffrey VanPraag
1605 Main Street, Suite 1001
Sarasota, Florida 34236

Michael F. Carallo
1605 Main Street, Suite 1001
Sarasota, Florida 34236

NINTH:

The Incorporator of CHIROMAGIC, INC., who by his signature hereby acknowledges the adoption of these Articles of Incorporation, is:

Michael F. Carallo
Michael F. Carallo
1605 Main Street, Suite 1001
Sarasota, Florida 34236


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:


The foregoing Articles of Incorporation of CHIROMAGIC, INC., were acknowledged before me this 21st day of February 2001, by Stanley A. Goldsmith as Registered Agent. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 Andrea Bailey
My Commission CC854780
Expires July 17, 2001

Andrea Bailey
Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____,
and my commission expires on _____.

The foregoing Articles of Incorporation of CHIROMAGIC, INC., were acknowledged before me this 21st day of February 2001 by Michael F. Carallo, as Incorporator. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 Andrea Bailey
My Commission CC854780
Expires July 17, 2001

Andrea Bailey
Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____,
and my commission expires on _____.