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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BOOSE, CASEY, CIKLIN, ET AL (G. WALK)
Account Number : 076376001447
Phone : (561) 832-5900
Fax Number : (561) 833-4209

FLORIDA PROFIT CORPORATION OR P.A.**GARDEN OF EDEN SPA & AESTHETICS, INC.**

Certificate of Status		1
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M. Culligan, SEP 21 2001

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DIVISION OF CORPORATIONS
01 SEP 21 PM 3:56**ARTICLES OF INCORPORATION**

OF

GARDEN OF EDEN SPA & AESTHETICS, INC.ARTICLE I - NAME

The name of the Corporation is Garden of Eden Spa & Aesthetics, Inc.

ARTICLE II - PRINCIPAL ADDRESS

The principal address of the Corporation is 18726 50th Street North, Loxahatchee, Florida 33470.

ARTICLE III - COMMENCEMENT

The Corporation shall commence on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of \$0.10 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 18726 50th Street North, Loxahatchee, Florida 33470, and the name and address of the initial registered agent is Susan Archuleta, 18726 50th Street North, Loxahatchee, Florida 33470.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two Directors initially. The number of Directors shall be established by the Bylaws and may be

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either increased or diminished from time to time as provided in the Bylaws.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Gary Walk
515 North Flagler Drive - 18th Floor
West Palm Beach, Florida 33401

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify its Officers and Directors against liability to the extent permitted in Section 607.0850, Florida Statutes.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Stockholders is subject to this reservation.

ARTICLE XII - MANAGEMENT OF CORPORATION BY STOCKHOLDERS

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Stockholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of the Corporation in lieu of the Board of Directors.

ARTICLE XIII - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash or other property

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of any previously unissued stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of September, 2001.

Gary Walk
Gary Walk, Incorporator

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

SS.:

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned Notary Public authorized to take acknowledgments in the state and county set forth above, Gary Walk, known to me and who produced a Florida Driver's License as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 17 day of September, 2001.

Marilynn M. Ives
Notary Public
Commission No. _____
My commission expires: _____



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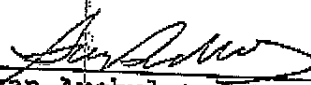
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

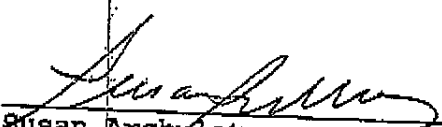
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT GARDEN OF EDEN SPA & AESTHETICS, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF LOXAHATCHEE, STATE
OF FLORIDA, HAS NAMED SUSAN ARCHULETA, LOCATED AT 18726 50TH STREET
NORTH, CITY OF LOXAHATCHEE, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

GARDEN OF EDEN SPA & AESTHETICS, INC.

BY: 
Susan Archuleta, President
DATED: September 17, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.


Susan Archuleta
DATED: September 17, 2001

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