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KLINE, MOORE & KLEIN

PROFESSIONAL ASSOCIATION

ARTHUR J. KLINE
DONALD M. KLEIN
KEVIN F. KLINE*
ROBERT L. KLINE
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GRAND BAY PLAZA
2665 SOUTH BAYSHORE DRIVE
SUITE 903
COCONUT GROVE, FLORIDA 33133
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NATHANIEL J. KLEIN
(1904-1968)
CLARENCE W. MOORE
(1912-1997)

February 8, 2002

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

Re: Miami Body Sculpture, Inc.

3000004900563--7
-02/11/02--01084--020
*****78.75 *****78.75

Gentlemen:

We have enclosed herewith the original and one (1) copy of the proposed Articles of Incorporation of the above-named corporation. We are also enclosing herein our firm's check in the amount of \$78.75, which is in payment of the filing fee of \$35.00, \$35.00 for Registered Agent Designation and \$8.75 for one certified copy. Please file the enclosed Articles of Incorporation at your earliest opportunity and furnish us with one (1) certified copy.

Thank you for your attention to this matter.

Very truly yours,

Kevin F. Kline

KFK/oel
Encls.

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02 FEB 11 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

02-15-02

ARTICLES OF INCORPORATION

OF

MIAMI BODY SCULPTURE, INC.

FILED
02 FEB 11 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I.

The name and address of this corporation are: MIAMI BODY SCULPTURE, INC., 11020 S.W.138th Avenue, Miami, Florida.

II.

This corporation shall have perpetual existence, unless sooner dissolved according to law.

III.

This corporation is organized for the following purposes: To engage in the transaction of any and all lawful business whatsoever.

IV.

This corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock.

V.

The street address of the initial registered office of this corporation is: 2665 South Bayshore Drive, Suite 903, Coconut Grove, Florida 33133, and the name of the initial registered agent of this corporation at that address is: KEVIN F. KLINE.

VI.

This corporation shall have one (1) director 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. The name and address of the initial director of this corporation shall be:

PEDRO D. VICTORERO
11020 S.W. 138th Avenue
Miami, Florida

VII.

The name and address of the incorporator shall be:

PEDRO D. VICTORERO
11020 S.W. 138th Avenue
Miami, Florida

VIII.

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

IX.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.


X.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI.

This 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 shareholders is subject to this reservation.

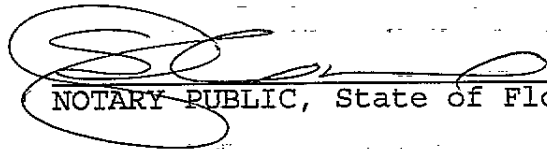
IN WITNESS WHEREOF, these Articles of Incorporation have been
executed this 28 day of Dec., 2001.

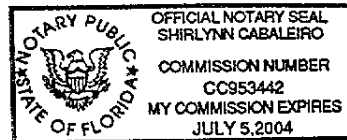

PEDRO D. VICTORERO

STATE OF FLORIDA)
 SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared PEDRO
D. VICTORERO, to me known to be the person described in and who
executed the foregoing instrument and he acknowledged before me
that he executed the same.

WITNESS my hand and official seal in the County and State last
aforesaid this 28th day of Dec, 2001.


NOTARY PUBLIC, State of Florida



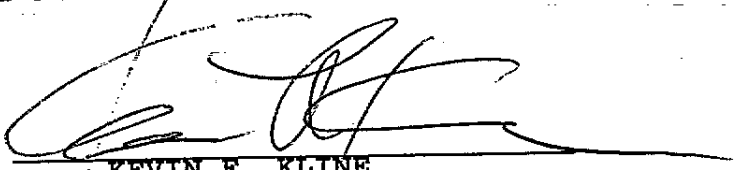
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First that MIAMI BODY SCULPTURE, INC., desiring to organize
under the laws of the State of Florida, with its registered office,
as indicated in Articles of Incorporation has named KEVIN F. KLINE,
2665 South Bayshore Drive, Suite 903, Coconut Grove, Florida 33133,
as its agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above
stated corporation, at place designated in this Certificate, the
undersigned hereby accepts to act in this capacity, and agrees to
comply with the provisions of said Act relative to keeping open
said office.


KEVIN F. KLINE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA