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Florida Department of State
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To:
 Division of Corporations
 Fax Number : (850) 205-0381

From:
 Account Name : BUSINESS WORLD TRANSACTIONS, INC.
 Account Number : 104512000707
 Phone : (305) 266-4080
 Fax Number : (305) 261-5224

FLORIDA PROFIT CORPORATION OR P.A.

DR. MARVEL SKIN CARE PRODUCTS, INC.,

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

G. BULLOCK MAR 20 2002

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be DR. MARVEL SKIN CARE PRODUCTS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11610 S.W. 131 AVE
MIAMI, FL. 33186

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated ~~as~~ COMMON SHARES. ~~as~~

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ENRIQUE J. VARONA
11610 S.W. 131 AVE
MIAMI, FL. 33186

Prepared by: ENRIQUE J. VARONA
11610 S.W. 131 AVE
MIAMI, FL. 33186
(305) 232-5248

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**ARTICLE V
INCORPORATOR(S)**

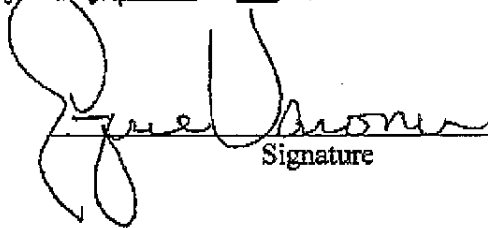
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

ENRIQUE J. VARONA
11610 S.W. 131 AVE
MIAMI, FL. 33186

DIRECTOR & PRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18 day of March, 2002.



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: DR. MARVEL SKIN CARE PRODUCTS, INC.

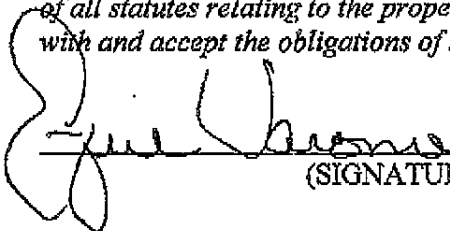
2. The name and address of the registered agent and office is:

ENRIQUE J. VARONA
11610 S.W. 131 AVE
MIAMI, FL. 33186

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as

registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

3/18/02
(DATE)

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