

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**PO2000038017**

*Simply Beautiful Soapery, Inc*

500005204925--6

-04/08/02--01047--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval ☒ \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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2002 APR -8 PM 2:27  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

Signature \_\_\_\_\_

Requested by: *JS*

Name

Date

Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

*JS* 4/8/02

EFFECTIVE DATE

4/5/02

**ARTICLES OF INCORPORATION**

**OF**

**SIMPLY BEAUTIFUL SOAPERY, INC.**

**FILED**

2002 APR -8 PM 2: 27

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of this corporation shall be SIMPLY BEAUTIFUL SOAPERY, INC.

**ARTICLE II**

The general nature of the business or businesses to be transacted by this corporation shall be:

The manufacture and distribution of personal care products.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### **ARTICLE III**

The aggregate number of shares which the corporation is authorized to issue is Six Thousand (6,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

### **ARTICLE IV**

The address of the principal office of the corporation is 695 Tudor Court, Longwood, Florida, 32750. The mailing address is the same.

### **ARTICLE V**

The street address of the initial registered office of the corporation is 695 Tudor Court,

Longwood, Florida 32750. The name of the initial registered agent at such address is Susan K. Smith.

#### ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is two

(2). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

| <u>NAME</u>    | <u>ADDRESS</u>                      |
|----------------|-------------------------------------|
| Susan K. Smith | 695 Tudor Ct.<br>Longwood, FL32750  |
| Carl L. Smith  | 695 Tudor Ct.<br>Longwood, FL 32750 |

#### ARTICLE VII

The name and address of the incorporator of this corporation is as follows:

| <u>NAME</u>    | <u>ADDRESS</u>                        |
|----------------|---------------------------------------|
| Susan K. Smith | 695 Tudor Court<br>Longwood, FL 32750 |

#### ARTICLE VIII

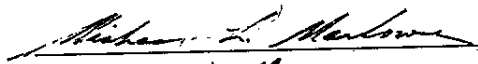
The date corporate existence shall begin April 5, 2002, provided that these Articles are filed with the Department of State within five (5) days of the date of subscription and acknowledgment, exclusive of legal holidays, and if not so filed, then the date of corporate existence shall be the date of such filing.

IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set her hand and seal at Winter Park, in the County of Orange, State of Florida, this 5 day of April, 2002.

  
SUSAN K. SMITH

STATE OF FLORIDA  
COUNTY OF ORANGE

SWORN TO and subscribed before me this 5<sup>TH</sup> day of April, 2002, by Susan K. Smith, who is personally known to me or who has provided a Florida drivers license as identification.

  
MICHAEL L. MARLOWE  
Notary Public, State of Florida  
My Commission Expires:



Michael L. Marlowe  
MY COMMISSION # DD051959 EXPIRES  
October 5, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

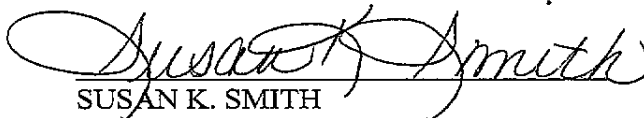
**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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: SIMPLY BEAUTIFUL SOAPERY, INC.
2. The name and address of the registered agent and office is:


Susan K. Smith  
695 Tudor Court  
Longwood, FL 32750

  
SUSAN K. SMITH

Title: Incorporator

Date: April 5, 2002

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.

  
SUSAN K. SMITH

DATE: April 5, 2002.

**FILED**  
2002 APR - 8 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA