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**GARRY R. SPEAR, P.A.**

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY 31 PM 2:14

Garry R. Spear, Esq.

Lauren A. Cohen, Esq. (licensed in Tennessee only)

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-05/31/02--01045--002

\*\*\*\*\*70.00 \*\*\*\*\*70.00

**VIA FEDEX**

May 31, 2002

Secretary of State

Division of Corporations

304 E. Gaines Street

Tallahassee, Florida 32399

**Re: Enclosed Articles of Organization for Florida Cosmetic Surgical Group, Inc.**

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for Florida Cosmetic Surgical Group, Inc. The \$70.00 filing fees are enclosed. Thank you for your assistance in this matter.

Sincerely,



Lauren A. Cohen

Attorney at Law (Tennessee)

Copy: file

F. O'HESSER MAY 31

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA COSMETIC SURGICAL GROUP, INC.**

**ARTICLE ONE**  
**NAME**

The name of the corporation shall be:  
**FLORIDA COSMETIC SURGICAL GROUP, INC.**

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**ARTICLE TWO**  
**DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE**  
**PURPOSE**

The corporation may transact any and all lawful activity for which may be organization under the Florida General Corporation Act.

**ARTICLE FOUR**  
**CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is 5,000,000 shares, all of which shall be common shares with \$ .01 par value.

**ARTICLE FIVE**  
**MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS**

The mailing address and the principal place of business is:

6365 NW 6<sup>th</sup> Way  
Suite 160  
Ft. Lauderdale, FL 33309

**ARTICLE SIX**  
**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 6465 NW 6<sup>th</sup> Way, Suite 160, Ft. Lauderdale, FL 33309, and the initial registered agent at such address is Edward Renzulli.

**ARTICLE SEVEN**  
**BOARD OF DIRECTORS**

The number of members of the board of directors may be changed from time to time as provided by the by-laws of the corporation as adopted by the stockholders; but, in no event shall the board of directors consist of less than one (1) member at any time.

**ARTICLE EIGHT**  
**INCORPORATORS**

The name and address of each incorporator executing the Articles of Incorporation is as follows:

Edward Renzulli  
6365 NW 6<sup>th</sup> Way  
Suite 160  
Ft. Lauderdale, FL 33309

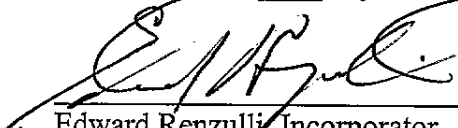
**ARTICLE NINE**  
**COMMENCEMENT DATE**

The corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the corporation by the Secretary of State of the State of Florida.

**ARTICLE TEN**  
**INDEMNIFICATION**

The Corporation shall indemnify and hold harmless the Officers and Directors of the Corporation to the full extent permissible by law.

IN WITNESS WHEREOF, I have subscribed my name as incorporator of the corporation this 30<sup>th</sup> day of May, 2002.

  
\_\_\_\_\_  
Edward Renzulli, Incorporator

STATE OF FLORIDA:

COUNTY OF BROWARD:

**BEFORE ME**, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Edward Renzulli, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, who produced a driver's license as identification, and who took an oath and acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal this 30th day of May, 2002

Ziva L. Allen  
Ziva L. Allen  
Notary Public  
State of Florida

ZIVA L. ALLEN  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD023071  
EXPIRES 8/31/2002  
CONTACTED THRU 1-833-NOTARY1

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