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Amend

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Joseph L. Maher II Certified Public Accountant 2880 NW 2nd Ave., Bldg. #4 Boca Raton, FL 33431 PHONE (561) 750-5099 FAX: (561) 750-5419

AMENDMENT SECTION DIV. OF CORPORATIONS P.O. BOX 6327 TANAHASSFE, Pl. 32314 11/15/02

DEAR SIRSE

RESENTENCE OF SKIN AM Body, INC.

EN OCOSED FIND AMENAED ARTICLES OF INCORPORATION FOR THE ABOVE REPERCED

ENTLY. PLEASE PROCESS THIS AMENDMENT AND RETURN TO THE ADDRESS ABOVE.

THANK-YOU!

Joseph J. Marriceli,



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 21, 2002

JOSEPH L. MAHER III CERTIFIED PUBLIC ACCOUNTANT 2880 NW 2ND AVENUE, BLDG. #4 BOCA RATON, FL 33431

SUBJECT: ESSENCE OF SKIN AND BODY, INC.

Ref. Number: P02000068708

We have received your document for ESSENCE OF SKIN AND BODY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to nonprofit statutes (chapter 617, Florida Statutes). As the entity was originally filed as a corporation for profit, this document should be filed pursuant to chapter 607, Florida Statutes. Enclosed is the correct form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Document Specialist

Letter Number: 102A00063012

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 19, 2002

JOSEPH L. MAHER III CERTIFIED PUBLIC ACCOUNTANT 2880 NW 2ND AVENUE, BLDG. #4 BOCA RATON, FL 33431

SUBJECT: ESSENCE OF SKIN AND BODY, INC.

Ref. Number: P02000068708

We have received your document for ESSENCE OF SKIN AND BODY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document should state what you are amending under the first section.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Document Specialist

All ENCLOSED

Letter Number: 702A00066825

02 DEC 30 AM 8: 59 DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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TALLAHASSEE, FLORIDA

ESSENCE OF SKIN AND BODY, INC.

P0200068708
(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V INITIAL OFFICERS DIRECTORS (OPTIONAL)

(AS AMENDED)

DELETE: BRIAN KABLITZ-VICE PRESIDER

2275 FEDERAL HWY. STE 130

DELLAY BEACH, FLORIDA 33483

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: | The date of each amendment's adoption: $\frac{2/12/02}{}$. | | |
|-----------|--|--|--|
| FOURTH: | Adoption of Amendment(s) (CHECK ONE) | | |
| Ø | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | |
| | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | |
| | "The number of votes cast for the amendment(s) was/were sufficient | | |
| | for approval by" voting group | | |
| | voling group | | |
| | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | |
| | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | |
| Signature | Signed this 12 day of DECEMBER 2002 Radelia Ame | | |
| Signature | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | |
| | OR | | |
| | (By a director if adopted by the directors) | | |
| | OR | | |
| | (By an incorporator if adopted by the incorporators) | | |
| | PACHELIA LEONE Typed or printed name | | |
| | PRESIDENT | | |
| | Title Title | | |