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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
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FLORIDA PROFIT CORPORATION OR P.A.

BEAUTIDERM, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
BEAUTIDERM, INC.**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Beautiderm, Inc. Its principal office address and business mailing address is 8750 S.W. 144th Street, Suite 207, Miami, FL 33176

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 1200 Brickell Avenue, Suite 950, Miami, FL 33131 and the initial registered agent of this Corporation at such office shall be Marlon A. Hill, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Dr. Wentworth Jarrett	8750 S.W. 144 th Street Suite 207 Miami, FL 33176
Sandra Jarrett	8750 S.W. 144 th Street Suite 207 Miami, FL 33176
Salomy Macko-Swedeman	8750 S.W. 144 th Street Suite 207 Miami, FL 33176

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Marlon A. Hill, Esq.	8750 S.W. 144 th Street Suite 207 Miami, FL 33176


Marlon A. Hill, Esq., Incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Beautiderm, Inc., at the place designated in the Articles of Incorporation, Marlon A. Hill, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: September 6, 2002


Marlon A. Hill, Esq.

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