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TRANSMITTAL LETTER

October /4, 2002

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-10/17/02--01023--019
*****87.50 *****87.50

SUBJECT: FACE AND BODY DYNAMICS, INC.

Enclosed are an original and two (2) copies of the articles of incorporation for FACE AND BODY DYNAMICS, INC.

\$87.50 is enclosed for the filing fee, certified copy & certificate.

FROM: Lisa A. Conti
801 Augusta Boulevard
Suite 6
Naples, Florida 34113
(239) 416-0285

EFFECTIVE DATE
10-14-02

FILED
02 OCT 17 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gr 10/17

ARTICLES OF INCORPORATION
OF
FACE AND BODY DYNAMICS, INC.

FILED
02 OCT 17 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: **FACE AND BODY DYNAMICS, INC.**

ARTICLE II: PRINCIPAL OFFICE

EFFECTIVE DATE
10-14-02

The principal place of business and mailing address of this corporation shall be 801 Augusta Boulevard, Suite 6, Naples, Florida 34113.

ARTICLE III: EXISTENCE AND DURATION

This corporation shall exist perpetually commencing on October ~~1~~⁴, 2002.

ARTICLE IV: PURPOSE

This corporation is organized with the general powers named in Chapter 607, Florida Statutes, currently in effect or as amended, to include but not limited to the right:

1. To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

2. To engage in any activity or business permitted under the laws of the United States and of this State, as the same may be from time to time amended.

ARTICLE V: SHARES/CAPITAL STOCK

The aggregate number of authorized shares of stock this corporation is authorized to have outstanding at any one time is 1,000,000 shares of ONE CENT (\$0.01) par value common stock, which shall be designated "Common Shares".

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Lisa A. Conti. The address of the initial registered agent is 801 Augusta Boulevard, Suite 6, Naples, Florida 34113.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

- (1) Lisa A. Conti, 801 Augusta Boulevard, Suite 6, Naples, Florida 34113
- (2) Chad Melco, 801 Augusta Boulevard, Suite 6, Naples, Florida 34113

ARTICLE VIII: INCORPORATOR

The name, signature, and street address of the incorporator to these Articles of Incorporation is

Lisa A. Conti, 801 Augusta Boulevard, Suite 6, Naples, Florida 34113.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this

14th day of October, 2002.

Lisa A. Conti

Lisa A. Conti

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Lisa A. Conti to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid, this 14th day of October, 2002.

William E. Clark
Notary Public - State of Florida at Large

Address: 4886 JAVIS Blvd
Naples FL 34104

My commission expires: 11 June 2006



William E. Clark
My Commission DD124897
Expires June 11, 2006

CERTIFICATE OF DESIGNATION OF 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 **FACE AND BODY DYNAMICS, INC.**
2. The name and address of the registered agent and office is:

**Lisa A. Conti
801 Augusta Boulevard
Suite 6
Naples, Florida 34113**

**FILED
02 OCT 17 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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.



Registered Agent



Date