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| LAZARUS CORPORATE FILI | ING SERVICE | | |
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ARTICLES OF INCORPORATION

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SECRETARY OF STAIF
TALLAHASSEE, FLORID

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

BABE BARUQUE BEAUTY WHOLE SALE INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

666 N.W. 114 AVE, APT. 201

MIAMI, FLORIDA 33172

ARTICLE III SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS
THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

EDMOND A, BARUQUE

666 N.W. 114 AVE, APT, 201

MIAMI FL, 33172

ARTICLE V INCORPORATOR(R)

THE NAMES AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS (ARE):

EDMOND ALBERTO BARUQUE (AGENT) & (PRESIDENT)

NANCY CANON (VICE-PRESIDENT)

666 N.W. 114 AVE. APT. 201 MIAMI, FLORIDA 33172

ARTICLE VI DIRECTOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE DIRECTOR(S) TO THESE ARTICLES OF INCORPORATION IS (ARE):

EDMOND ALBERTO BARUQUE (PRESIDENT) & (AGENT)

NANCY CANON (VISE-PRESIDENT)

666 N.W. 114 AVE. APT. 201 MIAMI, FLORIDA 33172

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE

ARTICLES OF INCORPORATION THIS 13 DAY OF MAY 2003

SIGNATURE

SIGNATURE

CERTIFICATE OF DESIGNATION REGISTERED AGENT\REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PERSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGEN, IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS:

BABE BARUQUE BEAUTY WHOLE SALE INC.

THE NAMES AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

NAME: EDMOND ALBERTO BARUQUE

ADDRESS 666 N.W. 114 AVE. APT. 201

CITY, STATE, ZIP MIAMI, FLORIDA 33172

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 PERTAINING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIE, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

SIGNATURE

DATE: MAY 13, 2003