

**Electronic Articles of Incorporation
For**

P04000077349
FILED
May 13, 2004
Sec. Of State
nculligan

DUPREY COSMETICS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DUPREY COSMETICS, INC.

Article II

The principal place of business address:

346 COREY AVENUE
ST PETERSBURG BEACH, FL. US 33706

The mailing address of the corporation is:

346 COREY AVENUE
ST PETERSBURG BEACH, FL. US 33706

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

7500

Article V

The name and Florida street address of the registered agent is:

D P RAMSBURG
5840 54TH AVENUE N
SUITE A
KENNETH CITY, FL. 33709

I certify that I am familiar with and accept the responsibilities of registered agent.

P04000077349
FILED
May 13, 2004
Sec. Of State
nculligan

Registered Agent Signature: D.P. RAMSBURG

Article VI

The name and address of the incorporator is:

D.P. RAMSBURG
5840 54TH AVENUE N, SUITE A
KENNETH CITY, FL 33709

Incorporator Signature: D.P. RAMSBURG

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JAMES R DUPREY JR
346 COREY AVENUE
ST PETERSBURG BEACH, FL. 33706 US

Title: VP
BRIAN M DUPREY
346 COREY AVENUE
ST PETERSBURG BEACH, FL. 33706 US

Title: T
BRIAN M DUPREY
346 COREY AVENUE
ST PETERSBURG BEACH, FL. 33706 US

Title: S
JAMES R DUPREY JR
346 COREY AVENUE
ST PETERSBURG BEACH, FL. 33706 US

Article VIII

The effective date for this corporation shall be:

05/13/2004