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FLORIDA PROFIT CORPORATION OR P.A.

GLOW WITH ME, INC.

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**ARTICLES OF INCORPORATION
OF
GLOW WITH ME, INC.
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is GLOW WITH ME, INC.

ARTICLE II
ADDRESS

The principal place of business/mailling address of the Corporation is:

83 NW 98th Terrace
Plantation, Florida 33324

ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

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TALLAHASSEE, FLORIDA

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ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered of the Corporation is:

Susan J. Cain
83 NW 98th Terrace,
Plantation, Florida 33324

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and her successors shall have been duly elected and qualified, or until her earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Susan J. Cain	83 NW 98th Terrace Plantation, Florida 33324

ARTICLE VIII
INCORPORATOR

The name and mailing address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
Susan J. Cain	83 NW 98th Terrace Plantation, Florida 33324

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ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21st day of June 2004.


SUSAN J. CAIN, Incorporator

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STATE OF MASSACHUSETTS
SUSAN J. CAIN

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of GLOW WITH ME, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of GLOW WITH ME, INC.

Date: June 21, 2004


SUSAN J. CAIN, Initial Registered Agent

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