P0400009558/

(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:

Office Use Only



300038102463

06/21/04--01047--004 **70.00

2004 JUN 21 A 9 13
SECRETARY OF STATE

FILED

To Whom It May Concern:

If there are any questions concerning the filing of these Articles of Incorporation

Please feel free to contact Mr. David Strong at 386-761-7855 Extension 26.

The signature below authorizes you to act upon his direction in this matter.

Please mail the Articles of Incorporation to:

Quality Financial Services Inc.

209 Dunlawton Ave Suite 14

Port Orange, FL 32127

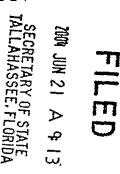
TERRILYN WILSON

Territyn Wilson

ARTICLES OF INCORPORATION

ARTICLE I = NAME

The Name of this Corporation is TW SKIN CARE INC.



ARTICLE II = DURATION

This corporation shall have perpetual existence commencing on the date of filing with the Secretary of State of Florida.

ARTICLE III = PURPOSE

This corporation is organized for transacting all lawful business.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one-dollar par value common stock.

<u>ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT</u>

The mailing address of the principal office of this corporation is 2622 BELMONT AVE NEW SMYRNA BEACH, FL 32168

The initial registered agent is TERRILYN WILSON whose physical address is 2622 BELMONT AVE NEW SMYRNA BEACH, FLORIDA 32168

The registered address is:2622 BELMONT AVE NEW SMYRNA BEACH FL 32168

<u>ARTICLE VI = INITIAL BOARD OF DIRECTORS</u>

This corporation shall have no Directors.

<u>ARTICLE VII = INCORPORATORS</u>

The name and address of the person signing these articles of Incorporation is: TERRILYN WILSON 2622 BELMONT AVE NEW SMYRNA BEACH, FLORIDA 32168

ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the majority of shareholders of this corporation.

Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, hall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE IX = POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X = INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

<u>ARTICLE XI = AMENDMENT</u>

The corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII = OFFICERS

The initial officers will be as follows:

President: TERRILYN WILSON - 2622 BELMONT AVE NEW SMYRNA BEACH FL 32168

Vice President: TERRILYN WILSON - 2622 BELMONT AVE NEW SMYRNA BEACH FL 32168

Secretary: TERRILYN WILSON - 2622 BELMONT AVE NEW SMYRNA BEACH FL 32168

Treasurer: TERRILYN WILSON - 2622 BELMONT AVE NEW SMYRNA BEACH FL 32168

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this date: May 19, 2004

TERRILYN WILSON

Terriber Wilson

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TERRILYN WILSON known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation. In witness whereof, I have hereunto set my hand and seal in the State and County last aforesaid, this date May 19, 2004

Notary Public, State of Florida At Large:

My Commission Expires: June 22, 2007

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: FIRST -- TW SKIN CARE INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF NEW SMYRNA BEACH STATE OF FLORIDA HAS NAMED TERRILYN WILSON AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Jesselen le

REGISTERED AGENT: TERRILYN WILSON

DATE: May 19, 2004

2004 JUN 21 A 9 13
SECRETARY OF STATE
ALLAHASSEF, FI COME.