

**Electronic Articles of Incorporation
For**

P04000157172
FILED
November 18, 2004
Sec. Of State
cblalock

SKIN-GLOW 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:

SKIN-GLOW INC.

Article II

The principal place of business address:

6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710

The mailing address of the corporation is:

6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710

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:

2000 COMMON SHARES AT .01 PAR VALUE

Article V

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

DEBORAH MERCER
6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710

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

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Registered Agent Signature: DEBORAH MERCER

Article VI

The name and address of the incorporator is:

KERRY WALSH
INCORPORATETIME.COM, INC.
35-37 CARLETON AVENUE, SUITE 200
ISLIP TERRACE NY 11752-1518

Incorporator Signature: KERRY WALSH

Article VII

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

Title: P/D
DEBORAH MERCER
6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710

Title: VP/S
DEBORAH MERCER
6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710

Title: T
DEBORAH MERCER
6974 22ND. AVE. N.
ST. PETERSBURG, FL. 33710