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PIPER, LUDIN, HOWIE & WERNER, P.A.

ATTORNEYS AT LAW

5720 CENTRAL AVENUE • ST. PETERSBURG • FLORIDA • 33707

BRUCE G. HOWIE*
ERIC E. LUDIN
JULIAN M. PIPER
SIDNEY WERNER

* Board Certified Criminal Trial Lawyer

Tel: (727) 344 - 1111
Fax: (727) 344 - 1117

E-mail: law@gte.net
Web site:
<http://www.piperludin.com>

December 22, 2004


Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Skin Care By Kathy, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced, together with our check in the amount of \$78.75 as the filing fee, acceptance of registered agent fee, and fee for furnishing us a Certified Copy of the Articles. Thank you for your assistance with this filing.

Sincerely,


Sidney Werner

SW/gel

Enclosures

cc: Kathleen M. Kalil

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FILED
DEC 27 PM 2:47
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SKIN CARE BY KATHY, INC.

ARTICLE I. NAME

The name of this corporation is **SKIN CARE BY KATHY, INC.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. CORPORATE ADDRESS

The principal place of business and mailing address of this Corporation shall be
7108 Central Avenue, St. Petersburg, FL 33707.

ARTICLE III - PURPOSE

This corporation may engage or transact any or all lawful activities or business
permitted under the laws of the United States, the State of Florida or any other states,
county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common
stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7108 Central Avenue, St. Petersburg, FL 33707, and the name of the initial Registered Agent of this corporation at that address is Kathleen M. Kalil.

ARTICLE VI - DURATION

This corporation shall have perpetual existence, and shall become effective on the filing of these Articles of Incorporation.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation are:

NAME

Kathleen M. Kalil

ADDRESS

11425 - 8th Street E.
Treasure Island, FL 33706

ARTICLE VIII - INCORPORATORS

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

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Kathleen M. Kalil, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Kathleen M. Kalil
Kathleen M. Kalil, "Registered Agent"

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04 DEC 27 PM 2:49
CLERK OF DISTRICT COURT
STATE
OF FLORIDA