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Fax Number : (850)205-0381

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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

clear complexion inc.

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ARTICLES OF INCORPORATION
OF
CLEAR COMPLEXION INC.

I, THE UNDERSIGNED subscriber of the Articles of Incorporation, being a natural person competent to contract, hereby associate ourselves together for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE ONE

The name of this corporation shall be:

CLEAR COMPLEXION INC.

ARTICLE TWO

DURATION: The corporation shall commence corporate existence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, and continue in perpetual existence unless sooner dissolved as provided by law.

ARTICLE THREE

The purpose of the corporation shall be to such extent as a corporation organized under the Florida corporate law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the laws governing corporation of this state or under any act amendatory thereof,

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supplemental thereto, or substituted therefore, or to otherwise engage in any lawful activity either within or without the state of Florida. The corporation may buy, sell, lease, rent, encumber, deal in or otherwise dispose of real or personal property including retail or wholesale sales, manufacturing, assembling, act as commission merchant, broker, jobber dealer, import, export, or any other lawful business activity without limitation. To do any and all other acts and things as are necessary or convenient to the attainment of the purposes of this Corporation and any of them, to the same extent as natural persons lawfully might or could do in any part of the world, insofar as such acts are permitted to be done by a corporation organized under the Corporation Law of this state.

ARTICLE FOUR

CAPITAL STOCK: The authorized Capital Stock of this company shall be 500 shares of Common Stock, each having a par value of \$1.00 and full voting rights. Consideration for each share shall be \$1.00 in money, property, or other consideration.

ARTICLE FIVE

The initial street address of the corporation's office and the name and address of the initial

Registered Agent is as follows:

CORPORATION ADDRESS:

4471 NW 36TH STREET, Suite 254

MIAMI SPRINGS, FL 33166

REGISTERED AGENT AND ADDRESS:

YESSENIA CAMPOS

4471 NW 36TH STREET, Suite 254

Miami Springs, FL 33166

The principal place of business is: 4471 NW 36TH STREET, Suite 254; Miami Springs, FL 33166

ARTICLE SIX

DIRECTOR: There shall be one director constituting the initial Board of Directors as follows:

The number of Directors may be increased or decreased by the by-laws, but shall not be less than one. The first Director shall be Yessenia Campos.

ARTICLE SEVEN

SUBSCRIBER: Name and Post Office address of the Subscribers to this Articles of Incorporation and the number of shares of stock they agree to take and the value of the consideration thereof is:

<u>NAME AND ADDRESS:</u>	<u>SHARES OF COMMON STOCK/CONSIDERATION:</u>
Yessenia Campos	500/\$500.00

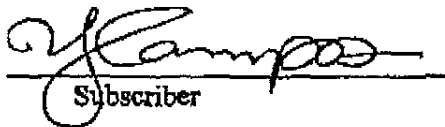
ARTICLE EIGHT

It is indicated that the stock of this corporation be issued to take advantage of Section 1244 of the Internal Revenue Code of 1959, and be in accordance with the provisions therein.

ARTICLE NINE

The By-laws of the corporation may be made by the Directors.

IN WITNESS WHEREOF, I have set our hands and seals in Dade County, Florida, this ____ day of June, 2005.

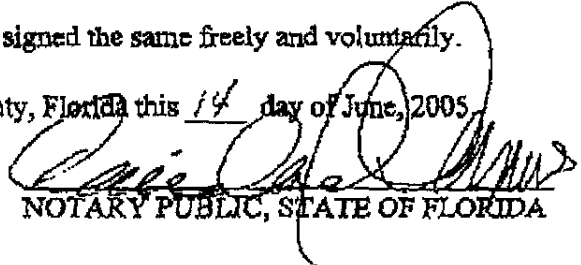


 Subscriber


STATE OF FLORIDA)
) SS.
 COUNTY OF MIAMI-DADE)

ON THIS DAY PERSONALLY appeared before me, a Notary Public, Yessenia Campos of Miami-Dade to me known to be the person described in and who signed the foregoing Articles of Incorporation, and he acknowledged to me that he signed the same freely and voluntarily.

WITNESS my hand and seal in Dade County, Florida this 14 day of June, 2005



 NOTARY PUBLIC, STATE OF FLORIDA



CARIDAD AMORES
 MY COMMISSION # DD 146641
 EXPIRES: September 28, 2008
Guarda Here Podrá Mover Servici.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That: CLEAR COMPLEXION INC., desiring to organize under the Laws of the State of Florida with its principal offices, as indicated in the Articles of Incorporation, Dade County, State of Florida, has named Yessenia Campos, 4471 NW 36th Street, Suite 254; Miami Springs, Florida 33166 as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of and for the stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: [Signature]
RESIDENT AGENT AND REGISTERED AGENT

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