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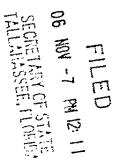
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WALTER M. TOVKACH

ATTORNEY AT LAW

CERTIFIED TAX ATTORNEY FLORIDA BAR BOARD OF CERTIFICATION

5011 NORTHWEST EIGHTH AVENUE GAINESVILLE, FLORIDA 32605

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FACSIMILE (352) 371-0599

November 1, 2006

Corporate Records Bureau **Bureau of Corporations** Department of State P. 0. Box 6327 Tallahassee, FL 32301

RE:

SPA MEDICA, INC., name change to AESTHETIC SKIN & LASER CENTER, INC.

Dear Sir:

Enclosed please find an original and one copy of the Amended Articles of Amendment of the above-named corporation, and my attorney's account check in the amount of \$43.75, payable to the order of the Secretary of State to cover the following fees:

Articles of Amendment

\$35.00

Certified Copy of Articles of Amendment

\$ 8.75

After the original Amended Articles of Amendment have been filed, please certify the enclosed copy and return it to me.

Yours truly,

Walter M. Tovkach

Watter M. Tokach

WMT:kat Enclosures

ARTICLES OF AMENDMENT OF SPA MEDICA, INC.

OF NOV TED

TALLAHASSEE TISTATE

SPA MEDICA, INC., a Florida Corporation, under the corporate seal and the hands of its President and Secretary hereby certify that:

The attached Statement of Intention of Stockholders and Directors of SPA MEDICA, INC. to amend the Articles of Incorporation by amending the name of the corporation from SPA MEDICA, INC., to AESTHETIC SKIN & LASER CENTER, INC. is executed by all the stockholders and directors of said corporation and thereby manifests their intention that the Articles of Incorporation be amended as so set forth.

IN WITNESS WHEREOF, said corporation has caused these Articles of Amendment to be signed in its name by its President and its corporate seal to be thereunto affixed and attested to by its Secretary this Aday of Name 2006.

SPA MEDICA, INC.

ATTEST

CAROL SHELLEY SAWYER, Secretary

RV.

CAROL SHELLEY SAWYER, Presiden

STATE OF FLORIDA COUNTY OF ALACHUA

This day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, CAROL SHELLEY SAWYER, as President and Secretary of SPA MEDICA, INC., a Florida Corporation, and acknowledged before me that she executed the above and foregoing Articles of Amendment as such officers for and on behalf of said corporation, after having been duly authorized so to do and affixed the corporate seal of said corporation thereof.

corporate seal of said corporation thereof.
WITNESS my hand and official seal on this 18th day of NN Cuby, 2006, at Gainesville, Florida.
NOTARY PUBLIC, State of Florida Printed Name Kimbery Ann Tovkach My Commission Number My Commission Expires:
personally known produced identification:

STATEMENT OF INTENTION OF STOCKHOLDERS AND DIRECTORS OF SPA MEDICA, INC. TO AMEND ARTICLES OF INCORPORATION

Pursuant to Florida Statutes, 617.1001, 617.1002 and 617.1006, the undersigned constituting all of the Stockholders and Directors of SPA MEDICA, INC., a Florida Corporation, eligible to vote, hereby manifest their intention that an Amendment to the Articles of Incorporation be adopted to amend the name of the corporation from SPA MEDICA, INC., to AESTHETIC SKIN & LASER CENTER, INC.

DATED this 1st day of Manker

CAROL\SHELLEY SAWYER Stockholder and Member of the

Board of Directors