

OCT. 7. 2005 10:19AM

CAPITAL CONNECTION

NO. 0399 P. 1

05000137740

Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

SKIN INSTITUTE OF FLORIDA, INC.

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CAPITAL CONNECTION

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NO. 0393 P. 2
Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 6, 2005

YOUR CAPITAL CONNECTION, INC.

SUBJECT: SKIN INSTITUTE OF FLORIDA, INC.
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Loria Poole
Document Specialist
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CAPITAL CONNECTION

NO. 0993 P. 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SKIN INSTITUTE OF THE FLORIDA KEYS, INC.

I, the undersigned incorporator, do hereby form a corporation for profit under the general laws of the State of Florida pursuant to Section 607.0202, Florida Statutes, and do hereby certify as follows:

ARTICLE I

The name of the corporation shall be **SKIN INSTITUTE OF THE FLORIDA KEYS, INC.**

ARTICLE II

The location of the principal place of business shall be 13357 Overseas Highway, Marathon, Florida 33050 and the mailing address of the business shall be 13357 Overseas Highway, Marathon, Florida 33050 .

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The Registered Office of this corporation is 5701 Overseas Highway, Suite 12, Marathon, Florida 33050 and the name of the initial registered agent of the corporation at that address is William N. DeVane, Jr.

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ARTICLE V

The general nature of the business to be transacted shall be the following:

1. To buy, sell, trade, manufacture, deal in and deal with goods, wares and merchandise of every kind and nature and to carry on such business as is necessary to operate a business, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease and convey real and personal property in any part of the world so far as is necessary or expedient in conducting the business of the corporation; and to have any and all powers set forth as fully as natural persons, whether as principals, agents, trustees or otherwise.

2. To generally engage in, do and perform any enterprise, act or vocation that a natural person might or could do or perform.

3. To engage in any commercial, industrial and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida.

ARTICLE VI

The capital stock shall consist of one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE VII

The amount of capital before beginning business shall be at least Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VIII

The number of Directors shall be at least one (1) and not more than three (3) as shall be determined by the By-Laws.

ARTICLE IX

The names and addresses of the first Board of Directors and Officers, who subject to the provisions of the Articles of Incorporation, By-Laws and the general laws of the State of Florida shall hold office for the first year of the corporation's existence or until their successors shall be duly elected and qualified are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
PRANEE P. BENNETT	President/ Secretary Director/Sole Stockholder	13357 Overseas Highway, Marathon, Florida 33050

ARTICLE X

The corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the By-Laws for issuance of stock certificates;

and, the corporation shall have the right of first refusal to purchase any stock issued by this corporation.

IN WITNESS WHEREOF, we have hereunto subscribed our names on this 5th day of October, 2005.



PRANEE P. BENNETT,
President/Secretary/
Director/Sole Stockholder

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared PRANEE P. BENNETT, who is personally known by me and who after being by me first duly sworn and cautioned, deposed and said that she has read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed, and that this is her free and voluntary act and deed.

SWORN TO AND SUBSCRIBED before me this 5th day of October, 2005.




NOTARY PUBLIC, State of Florida

ACCEPTANCE OF REGISTERED AGENT

I, WILLIAM N. DeVANE, JR., hereby accept designation as Registered Agent of
SKIN INSTITUTE OF THE FLORIDA KEYS, INC.


WILLIAM N. DeVANE, JR.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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