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To:

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Fax Number : (850) 205-0381

From:

Account Name : TOBIN & REYES, P.A.
Account Number : I20000000155
Phone : (561) 620-0656
Fax Number : (561) 620-0657

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Skin Science Institute, Inc.

Certificate of Status	1
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J. Shivers JAN 24 2005

**ARTICLES OF INCORPORATION
OF
SKIN SCIENCE INSTITUTE, INC.**

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida Business Corporation Act.

ARTICLE I.

CORPORATE NAME

The name of this Corporation is Skin Science Institute, Inc.

ARTICLE II.

The Corporation's mailing address and principal office is:

5210 Linton Blvd.
Suite 307
Delray Beach, Florida 33484

ARTICLE III.

NATURE OF CORPORATE BUSINESS

This Corporation, through its officers, employees and agents shall be authorized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of ten thousand (10,000) shares of stock. The shares of stock authorized shall be common stock having a par value of \$.01 per share.

ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

ARTICLE VI.

BOARD OF DIRECTORS

The Corporation shall initially have three Directors. The number of Directors may be altered from time to time in accordance with By-Laws adopted by the Stockholders.

The names and post office addresses of the initial Directors of the Corporation are:

Paul Joyce
5210 Linton Blvd.
Suite 307
Delray Beach, Florida 33484

Charles Cook
5210 Linton Blvd.
Suite 307
Delray Beach, Florida 33484

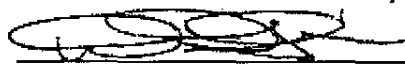
Denise Joyce
5210 Linton Blvd.
Suite 307
Delray Beach, Florida 33484

The initial Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

The name and post office address of the Incorporator executing these Articles of Incorporation is:

David S. Tobin, Esq.
Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation.


David S. Tobin

**CERTIFICATE OF REGISTERED AGENT
OF
SKIN SCIENCE INSTITUTE, INC.**

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

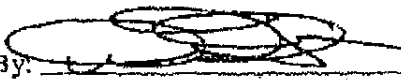
That Skin Science Institute, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Tobin & Reyes, P.A., 7251 West Palmetto Park Road, Suite 205, Boca Raton, Florida 33433, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 20th day of January, 2006.

TOBIN & REYES, P.A.

By: 
David S. Tobin,
President

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SECRETARY OF STATE
TALLAHASSEE, FL 32399