

**Electronic Articles of Incorporation
For**

P06000145427
FILED
November 15, 2006
Sec. Of State
clewis

SKIN CARE BY ANN'S, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SKIN CARE BY ANN'S, INC.

Article II

The principal place of business address:

12330 SW 40 STREET
MIAMI, FL. 33175

The mailing address of the corporation is:

12330 SW 40 STREET
MIAMI, FL. 33175

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10

Article V

The name and Florida street address of the registered agent is:

ANNES S ONA SERRANO
12330 SW 40 STREET
MIAMI, FL. 33175

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ANNES ONA SERRANO

Article VI

The name and address of the incorporator is:

ALFREDO V ZAYAS
710 SW 57TH AVENUE

MIAMI FL 33144

Incorporator Signature: ALFREDO V. ZAYAS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PS
ANNES ONA SERRANO
12330 SW 40 STREET
MIAMI, FL. 33175

Article VIII

The effective date for this corporation shall be:

11/15/2006