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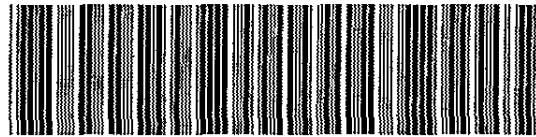
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TALLAHASSEE, FLORIDA

D. WHITE FEB -8 2007

MARTIN LEVINSON
ATTORNEY AT LAW
9350 SOUTH DIXIE HIGHWAY
10TH FLOOR
MIAMI, FLORIDA 33156

TELEPHONE: (305) 238-0482 EMAIL: FLALAW1@BELLSOUTH.NET FAX: (305) 238-1164

February 7, 2005

Division of Corporations
Secretary of State
The Capitol
Tallahassee, Florida 32304

Re: EXQUISITE FACIAL & NAIL CARE, CO.

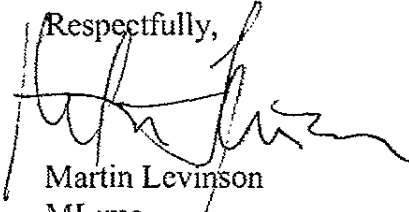
Gentlemen:

Enclosed please find the signed original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$78.75 for filing and certified copy fees.

Please process this at your earliest opportunity, and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Respectfully,



Martin Levinson
ML:me
enc.

ARTICLES OF INCORPORATION

OF

EXQUISITE FACIAL & NAIL CARE, CO.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1

NAME OF CORPORATION:

The name of the Corporation is:

EXQUISITE FACIAL & NAIL CARE, CO.

ARTICLE 2

DURATION:

The duration of the Corporation is perpetual.

ARTICLE 3

PURPOSE:

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in any activity or business permitted under the laws of the United States and of the State of Florida, whether or not expressly described in these Articles of Incorporation;

ARTICLE 4

CAPITAL STOCK:

The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar per share.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial Registered Office of the Corporation is 9350 South Dixie Highway, 10TH Floor, Miami, Florida 33156, and the name of its initial Registered Agent at that address is Martin Levinson. The address of the Principal Office is the same as the Registered Office.

ARTICLE 6

INITIAL BOARD OF DIRECTORS:

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Diane Farace
13938 S.W. 68 Street
Miami, Florida 33183

ARTICLE 7

INCORPORATOR:

The name and address of the Incorporator is as follows:

MARTIN LEVINSON
9350 South Dixie Highway, 10th Floor
Miami, Florida 33156

ARTICLE 8

COMMENCEMENT OF CORPORATE EXISTENCE:


In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, or, if the Articles are not received by the Secretary of State within Five (5) business days, then the date of filing.

ARTICLE 9

AMENDMENT:

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

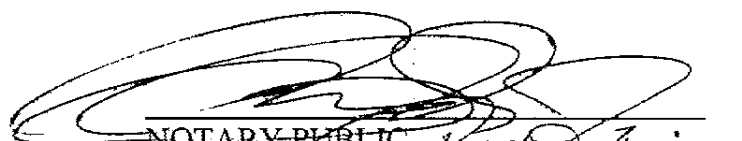
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 2nd day of February, 2007.


MARTIN LEVINSON

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 2nd day of February, 2007, by MARTIN LEVINSON, to me well known or who produced Florida Driver's License as identification, and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who did take an oath

WITNESS my hand and official seal this 2nd day of February, 2007.

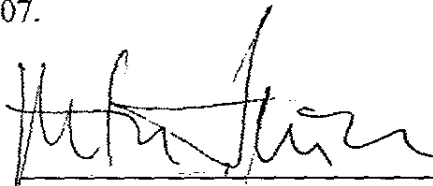

NOTARY PUBLIC, *Barbie Rodriguez*
State of Florida at Large
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of EXQUISITE FACIAL & NAIL CARE, CO., which is contained in the foregoing Articles of Incorporation.

DATED this 2nd day February, 2007.



MARTIN LEVINSON,
Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA