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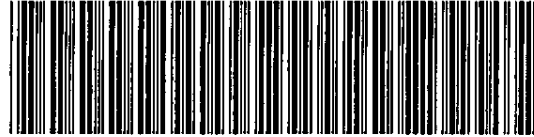
(Business Entity Name)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

D. WHITE APR -9 2007

David M. Gaynes, Esq.

*Attorney At Law
4327 South Highway #27
Suite # 404
Clermont, Florida 34711*

April 3, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

SUBJECT: **Faces Are Us, Inc.**
Proposed Corporate Name

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$87.50 to cover the filing fee, a certified copy of the articles of incorporation, and a certificate of status. Please send the certified copies of the articles of incorporation and the certificate of status to the above address. Thank you for your prompt attention to this matter.

Sincerely,



David Gaynes, Esq.

(352) 536-2745
Cell: (407) 404-4215
Email: gayneslaw@gmail.com

**ARTICLES OF INCORPORATION
OF**

FACES ARE US, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

NAME OF CORPORATION

The name of the corporation shall be FACES ARE US, INC.

ARTICLE 2

PRINCIPAL OFFICE

The principal place of business of the corporation shall be:

4327 South Highway 27, #404
Clermont, Florida 34711

ARTICLE 3

MAILING ADDRESS OF THE CORPORATION

4327 South Highway 27, #404
Clermont, Florida 34711

ARTICLE 4

PURPOSE

The purpose of this corporation is the transaction of any and all lawful business for which corporations may be incorporated in this state.

ARTICLE 5

CAPITAL STOCK

The total number of shares, which the corporation is authorized to issue is 500 shares. Shares shall be of a single class and have a par value of \$1.00.

ARTICLE 6

NAME AND ADDRESS OF REGISTERED AGENT

David Gaynes, Esquire
4327 South Highway 27, #404
Clermont, Florida 34711

ARTICLE 7

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the by-laws but never shall be less than one. The name and address of the initial director is:

Arlette Rogers
4327 South Highway 27, #404
Clermont, Florida 34711

**ARTICLE 8
NAME AND ADDRESS OF INCORPORATOR**

David M. Gaynes, Esq.
4327 South Highway 27, #404
Clermont, Florida 34711

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTILCE 9
BY-LAWS**

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the stockholders.

**ARTICLE 10
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred to the stockholders is subject to this reservation.

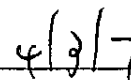
IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Incorporation, this 3rd day of April, 2007.



.....
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity.



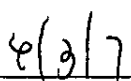
Signature/Registered Agent



Date



Signature/Incorporator



Date