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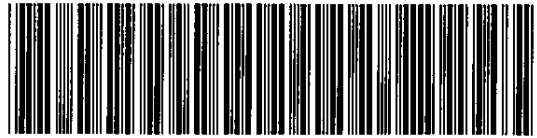
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch OCT 11 2007

## COVER LETTER

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

**SUBJECT:** Bella Rosa Skin Care, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Eric V. Hires, Esquire

Name (Printed or typed)

1099 W. Morse Blvd.

Address

Winter Park, FL 32789

City, State & Zip

407-629-5300

Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

# **ARTICLES OF INCORPORATION OF BELLA ROSA SKIN CARE, INC.**

The under signed, for the purpose of forming a Sub Chapter S-Corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

## **ARTICLE I: NAME**

The name of this Sub Chapter S-Corporation shall be **Bella Rosa Skin Care, Inc.**

## **ARTICLE II: DURATION OF BUSINESS**

The term of existence shall begin October 5, 2007, and shall be perpetual.

## **ARTICLE III: NATURE OF BUSINESS**

The general nature of the business to be transacted by the corporation shall be and is to engage in the provision of anti-aging and skin care products and services.

## **ARTICLE IV: CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares of common stock. Such shares shall be single class, and shall have a par value of One Dollar (\$1.00) per share.

## **ARTICLE V: ADDRESS**

The principal office of this corporation shall be located in Winter Springs, County of Seminole, State of Florida, and the post office address of said principal office of the corporation shall be 1073 Willa Springs Drive, Suite 2009 Winter Springs, Florida 32707

## **ARTICLE VI: REGISTERED AGENT**

The name of the Registered Agent of is Eric V. Hires. The street address of the Registered Office is 1099 W. Morse Blvd., Winter Park, FL 32789.

NO. 11-1-STATE  
FALLA, FL 32709

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## **ARTICLE VII: DIRECTORS**

This corporation shall have (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and post office addresses of the members of the first Board of Directors shall hold office for the first year of the corporation's existence or until their successor are elected and have qualified are as follows:

| <b><u>NAME</u></b>    | <b><u>ADDRESS</u></b>   |
|-----------------------|---|
| Sean M. Mahan, M.D.   | 1073 Willa Springs Drive, Suite 2009,<br>Winter Springs, FL 32707 |
| Rachel Sullivan, M.D. | 357 Commercial Street, Apt. 823<br>Boston, MA 02109               |

## **ARTICLE VIII: OFFICERS**

The Officers of the corporation shall be President, Secretary and Treasurer, and shall be chosen by the Board of Directors. The Board of Directors may also, from time to time, provide for and elect all other officers or committees which may seem expedient to the Board.

## **ARTICLE IX: INCORPORATORS**

The names and street addresses of the Incorporators of this corporation are as follows:

| <b><u>NAME</u></b> | <b><u>ADDRESS</u></b>                              |
|--------------------|--|
| Eric V. Hires      | 1099 West Morse Boulevard<br>Winter Park, FL 32789 |

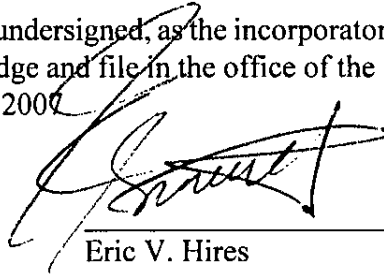
## **ARTICLE X: SEAL**

The seal of the corporation shall be circular with the name Bella Rosa Skin Care, Inc., around the border and "Florida Seal, 2007" in the center.

## **ARTICLE XI: AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to reservation.

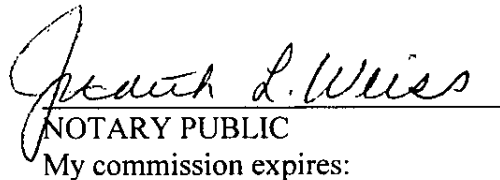
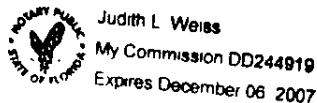
**IN WITNESS WHEREOF**, the undersigned, as the incorporators of the above named corporation, does hereby subscribe, acknowledge and file in the office of the Secretary of State for the State of Florida this 5 day of October, 2007

  
Eric V. Hires

**STATE OF FLORIDA  
COUNTY OF ORANGE**

**BEFORE ME**, personally appeared Eric V. Hires, who is personally known by me and who executed the foregoing Articles of Incorporation for Bella Rosa Skin Care, Inc., and who acknowledged to and before me that he executed said instrument for the purpose therein expressed.

**WITNESS** my hand and official seal, this the 5 day of October, 2007, in the aforesaid county and state.

  
NOTARY PUBLIC  
My commission expires:

**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

*CERTIFICATE OF REGISTERED AGENT*

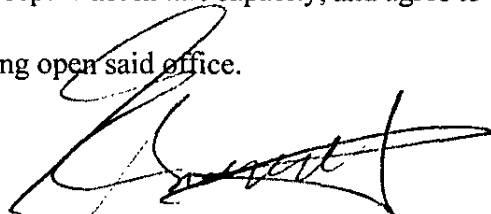
*OF*

**BELLA ROSA SKIN CARE, INC.**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1073 Willa Springs Drive, Suite 2009, Winter Springs, FL 32707, has named Eric V. Hires, Esquire, located at 1099 W. Morse Blvd, Winter Park, FL 32789, as its Registered Agent to accept service of process within this state.

*ACKNOWLEDGMENT*

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

A handwritten signature in black ink, appearing to read 'Eric V. Hires', is written over a horizontal line.

Eric V. Hires