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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**LINNELL SKIN CARE, INC.**

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ARTICLES OF INCORPORATION  
OF  
LINNELL SKIN CARE, INC.

ARTICLE I

The name of this corporation is LINNELL SKIN CARE, INC.

ARTICLE II

The principal place of business and the mailing address for this corporation is: 1401 S. Ocean Drive, Ft. Lauderdale, FL 33316.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The name of the initial registered agent is Patrick G. Kelley and the street address of the initial registered agent of this corporation is 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301

ARTICLE VI

This corporation shall have two (2) officers and 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 addresses of the initial officers and directors of this corporation are:

Gary Linnell  
1401 S. Ocean Drive  
Ft. Lauderdale, FL 33316

Tameka Linnell  
1401 S. Ocean Drive  
Ft. Lauderdale, FL 33316

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#### ARTICLE VII

The name and address of the person signing these articles is:

Patrick G. Kelley  
1401 E. Broward Blvd., Suite 206  
Ft. Lauderdale, FL 33301

#### ARTICLE VIII

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

#### ARTICLE IX

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE X

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of April, 2008.

  
Patrick G. Kelley

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT LINNELL SKIN CARE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED

PATRICK G. KELLEY  
1401 E. BROWARD BLVD., #206  
FT. LAUDERDALE, FL 33301

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
PATRICK G. KELLEY

ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

  
PATRICK G. KELLEY  
Registered Agent

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