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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**HEALTHY SKIN THERAPY INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 04      |
| Estimated Charge      | \$43.75 |

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
HEALTHY SKIN THERAPY, INC.**

The undersigned, pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007, 607.0704 and 607.0821 of the Florida Business Corporation Act, adopt the following Amended and Restated Articles of Incorporation of Healthy Skin Therapy, Inc., a corporation duly organized and existing under the laws of the State of Florida as filed with the Florida Department of State on April 22, 2009, and confirms that such Amended and Restated Articles of Incorporation were duly adopted by unanimous written consent of the sole member of the Board of Directors and sole Shareholder of the Corporation on June 3, 2009:

**ARTICLE I. NAME**

The name of the corporation is Healthy Skin Therapy, Inc. (the "Corporation").

**ARTICLE II. ADDRESS**

The principal and mailing address of the Corporation is:

9 Country Club Road  
Key Largo, FL 33037

**ARTICLE III. DIRECTORS AND OFFICERS**

The name and address of the initial Directors and Officers of the Corporation are:

| Name                 | Address                                    | Title     |
|----------------------|--|-----------|
| Selma Annette Wilson | 9 Country Club Road<br>Key Largo, FL 33037 | President |
| Selma Annette Wilson | 9 Country Club Road<br>Key Largo, FL 33037 | Director  |

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ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, FL 32301 and the name of the Corporation's initial registered agent at that address is Corporation Service Company.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Rodney H. Bell  
701 Brickell Avenue, Suite 3000  
Miami, Florida 33131

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE X. DUTIES OF DIRECTORS

A director shall perform his or her duties as a director, including his duties as a member of any committee of the board upon which he or she serves, in good faith, in a manner he or she reasonably believes to be in the best interests of the Corporation.

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These Amended and Restated Articles of Incorporation of the Corporation are hereby executed this 3<sup>rd</sup> day of June, 2009.

HEALTHY SKIN THERAPY, INC.

By:   
Selma Annette Wilson, President

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

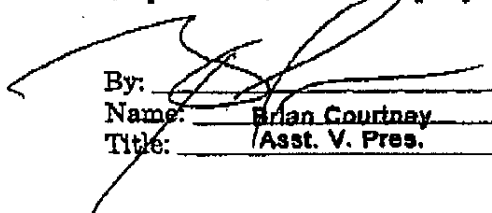
That **HEALTHY SKIN THERAPY INC.** desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 1201 Hays Street, Tallahassee, FL 32301 has named Corporation Service Company as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 22<sup>nd</sup> day of April, 2009.

Corporation Service Company

By:   
Name: Brian Courtney  
Title: Asst. V. Pres.

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