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WILLS, ESTATES AND ESTATE PLANNING
REAL PROPERTY LAW

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January 31, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: LE CHAT SKIN CARE STUDIO, INC.

Dear Sir:

Enclosed please find the original and two copies of the articles of incorporation for LE CHAT SKIN CARE STUDIO, INC.

Our check in the amount of \$122.50 is enclosed for the filing fee. Please return the original certificate and stamped copies of the articles to the above address.

If there are any questions or problems, please do not hesitate to contact my office.

Yours very truly,

David K. Oaks

DKO:js

Encl.

F. CHESSER FEB 9 1995

ARTICLES OF INCORPORATION

OF

LE CHAT SKIN CARE STUDIO, INC.

I, the undersigned, ROSEMARIE BADER, do hereby prepare these Articles of Incorporation for the purpose of forming a corporation for profit as provided under the laws of the State of Florida.

1. NAME. The name of the corporation shall be LE CHAT SKIN CARE STUDIO, INC. a Florida corporation.

2. PURPOSE. The said corporation is to be in the business of engaging in any and all activities allowable under the laws of the State of Florida.

3. GENERAL POWERS. The Association shall have the following powers:

a) To buy, sell, trade, exchange and otherwise transfer and assign all types of real, personal and mixed property, and more specifically to engage fully for the purposes contained in Article II above.

b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

c) To lend money to, and use its credit to assist, its officers and employees in accordance with the Florida Statute 607.141.

d) To construct, buy, own, sell, lease, and operate such buildings and other structures and facilities as may be deemed necessary and proper in connection with the conduct of the business of said corporation.

e) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the

corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of all any of its property, and income.

g) To conduct its business, carry on its operations, and have offices and exercise the powers granted by Florida Statute 607.011, and to exercise all other powers provided by law to be exercised by corporations.

4. TERM. This corporation is to have perpetual existence, or is to exist until dissolved by operation of law.

5. OFFICE. The principal office and mailing address of the corporation is to be located at 321 Taylor Road, Punta Gorda, Florida 33950.

6. MANAGEMENT. This corporation shall have one director, elected in accordance with the corporation by-laws. The affairs and business of this corporation shall be conducted by the Board of Directors and a President/Secretary/Treasurer, all of whom will be elected annually by the members of the corporation.

7. DIRECTORS. The names and addresses of the first Board of Directors of this corporation follows:

ROSEMARIE BADER	3606 San Sebastian Court Punta Gorda, FL 33950
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This Board of Directors shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

7. OFFICERS.

a) The names and addresses of the first Officers of this corporation are as follows:

President	ROSEMARIE BADER 3606 San Sebastian Court Punta Gorda, FL 33950
Secretary/Treasurer	ROSEMARIE BADER 3606 San Sebastian Court Punta Gorda, FL 33950

These officers shall hold office for the first year of the corporation's existence or until their successors have been elected and have qualified.

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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First, That LE CHAT SKIN CARE STUDIO, INC. desiring to
organize under the laws of the State of Florida with its principal
office as indicated in the Articles of Incorporation a City of
Punta Gorda, County of Charlotte, State of Florida, has named
ROSEMARIE BADER of 321 Taylor Road, City of Punta Gorda, County of
Charlotte, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said act relative to keeping open said office.

By Rosemarie Bader
Resident Agent