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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

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FLORIDA DIVISION OF CORPORATIONS
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FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000

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FAX: (305) 538-8904

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: TOUCH-UP CORPS INC.

FAX AUDIT NUMBER: H9500002976

DATE REQUESTED: 03/15/1995

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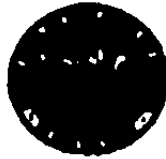
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EFFECTIVE DATE

MAR 15 1995

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TALLAHASSEE, FLORIDA

T. BROWN MAR 16 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State

March 15, 1995

CORPORATE CREATIONS MIAMI

MIAMI BEACH, FL 33140

SUBJECT: TOUCH OF CLASS INC.
REF: H95000005850

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Loria Poole
Corporate Specialist

FAX Ref. #: H95000002976
Letter Number: 295A00011708

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

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**Articles of Incorporation
of
Best Touch Inc.**

Article I. Name

The name of this Florida corporation is Best Touch Inc.

Article II. Address

The mailing address of the Corporation is:

Best Touch Inc.
7601 East Treasure Drive, Apt 1103
North Bay Village, FL 33141

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Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Reynaldo Chavez
Lucia F. Perez

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of March 15, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on March 15, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata, Secretary

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
Best Touch Inc.

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.



Johnny C. Rodriguez, Vice President
By: Joseph P. Mata as Attorney in Fact

Date: March 15, 1995

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