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German + Matthew, PA

(Requestor's Name)

P.O. Box 1754

(Address)

Tallahassee, FL 32302-1754

(City, State, Zip)

(Phone #)

904-224-7887

810001495808

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The FACE PLACE INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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Certificate of Status

FILED
95 MAY 22 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

95-22

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE FACE PLACE, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is THE FACE PLACE, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 3153 South Fulmer Circle, Tallahassee, Florida 32303.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of no par value stock.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is SHERYL SANTANGINI, 3153 South Fulmer Circle, Tallahassee, Florida 32303.

ARTICLE V. INCORPORATOR.

The name and street address of the incorporator to these articles of incorporation is SHERYL SANTANGINI, 3153 South Fulmer Circle, Tallahassee, Florida 32303.

ARTICLE VI. DURATION.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VII. INITIAL BOARD OF DIRECTORS.

This corporation shall have one director initially. The number of directors may either be increased or decreased from time to time as provided in the by-laws. The name and address of the initial director of this corporation is:

Sheryl Santangini
3153 South Fulmer Circle
Tallahassee, Florida 32303

ARTICLE VIII. BY-LAWS.

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

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK.


Shares held by the initial shareholders of the corporation may not be resold or otherwise transferred to other persons unless such shares are offered first to the other shareholders and then to the corporation. The price and terms at which, and the time in which, such shares may be offered and sold shall be further specified in the By-Laws.

ARTICLE X. INDEMNIFICATION.

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of May, 1995.

I HEREBY ACCEPT THE DESIGNATION AS RESIDENT AGENT OF THE CORPORATION.


SHERYL SANTANGINI
REGISTERED AGENT/INCORPORATOR

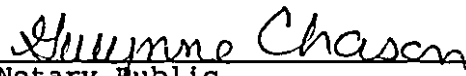
STATE OF FLORIDA
COUNTY OF LEON

95 MAY 22 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

BEFORE ME appeared SHERYL SANTANGINI, who ~~produced~~ ~~as identification or~~ who is personally known to me, and who executed the foregoing Articles, and she acknowledged before me that she executed those Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 22 day of May, 1995.


Notary Public
My Commission Expires:
(SEAL)

