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PERSONAL INJURY
& WRONGFUL DEATH
TRIAL PRACTICE - CIVIL
WORKERS' COMPENSATION

June 6, 1995

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-06/16/95--01071--013
****122.50 ****122.50

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Looks & Brains, Inc.

Dear Sirs:

Enclosed please find the original and one copy of Articles of Incorporation for the above-captioned corporation. Also enclosed is this firm's check in the amount of \$122.50 as your filing fee.

Please certify the enclosed copy and return to me in the enclosed envelope.

Sincerely,

RONALD S. WEBSTER

RSW/mt
Enclosures

cc: Robyn LaBreck

FILED
95 JUN 15 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

195A00030279

6-21-95
KJR

ARTICLES OF INCORPORATION
OF
LOOKS & BRAINS, INC.

FILED

95 JUN 15 PM 3:29

SECRETARY OF STATE
STATE OF FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:
Looks & Brains, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3100 Chatsworth Lane
Orlando, FL 32812

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 with a par value of \$.01 each.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Robyn Remaklus LaBreck
3100 Chatsworth Lane
Orlando, FL 32812

ARTICLE V - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation is:

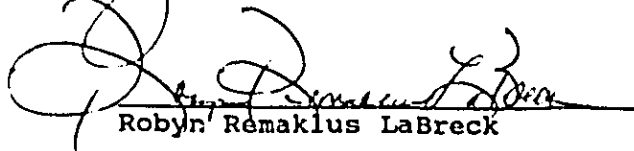
Robyn Remaklus LaBreck
3100 Chatsworth Lane
Orlando, FL 32812

ARTICLE VI - DIRECTORS

The names and street addresses of the initial directors are:

Robyn Remaklus LaBreck
3100 Chatsworth Lane
Orlando, FL 32812
and
Holger Bergold
Kleine Hochstrasse 9
60313 Frankfurt/Main
Deutschland

The undersigned incorporator has executed these Articles of Incorporation this 7th day of June, 1995.


Robyn Remaklus LaBreck

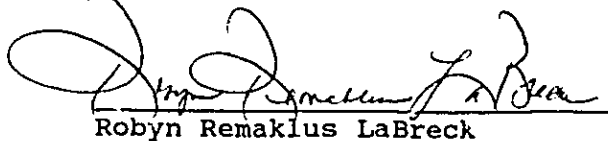
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections §607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Looks & Brains, Inc.
2. The name and address of the registered agent and office is:

Robyn Remaklus LaBreck
3100 Chatsworth Lane
Orlando, FL 32812

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY CERTIFY THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Robyn Remaklus LaBreck

Date: 6/7/95

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95 JUN 15 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA