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February 5, 1996

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

SUBJECT: CANDELA MEDICAL, INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00 in payment of fees as follows:

Filing fee.....\$35.00
Designation of Registered Agent.....\$35.00
Certified copy.....\$52.50

Total.....\$122.50

FROM: Andres Rivero
1100 Winding River Road
Vero Beach, FL 32963
Telephone (407) 234-4960

FILED
95 FEB -8 AM 9:06
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

FEB 13 1996

BSB

Sincerely,


Andres Rivero

**Articles of Incorporation
of
CANDELA MEDICAL, INC.**

FILED
96 FEB -8 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional association under Chapter 607 of the Florida Statutes of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Candela Medical, Inc.

The principal place of the business of this corporation, and the mailing address shall be 1100 Winding River Road, Vero Beach, Florida 32963.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation is to engage in every aspect of marketing products. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1100 Winding River Road, Vero Beach, Florida 32963 and the name of the initial registered agent of the corporation at that address is Andres Rivero.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer and 1 director, initially. The name and street address of the initial officer and director who shall hold office the first year of the corporation, or until his successor is elected or appointed is:

Andres Rivero
1100 Winding River Road
Vero Beach, FL 32963

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE IX. INCORPORATOR

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

Andres Rivero
1100 Winding River Road
Vero Beach, Florida 32963

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 5 day of February, 1996.

By

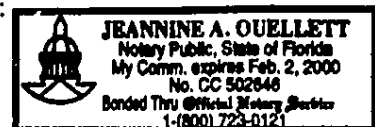
Andres Rivero

STATE OF FLORIDA
COUNTRY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 5 day of February, 1996, by Andres Rivero, who is personally known to me.

Jeannine A. Ouellett
Notary Public, State of Florida

My commission expires:



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

Pursuant to the provision of section 607.0501, Florida Statutes, the undersigned professional association, 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 CANDELA MEDICAL, INC.
- (2) The name and address of the registered agent and office is:

Andres Rivero
1100 Winding River Road
Vero Beach, FL 32963

Signature


Andres Rivero

Date

2-5-96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS, I HEREBY ACCEPT 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.

Signature


Andres Rivero

Date

2-5-96

