

STEVEN J. ASARCH, P.A.

•Law Offices

Steven J. Asarch, J.D., LL.M.
Member NY and FL Bars

Rhonda V. [unclear]
Certified Legal Assistant

The Plaza, Suite 801
5355 Town Center Road
Boca Raton, FL 33486

407-391-4900
Fax 407-368-9274

PAID 00000031967

April 3, 1996

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****122.50 ****122.50

Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

Attention: Ms. Jo Mynard

RE: SKIN BALANCE, INC.

Dear Ms. Mynard:

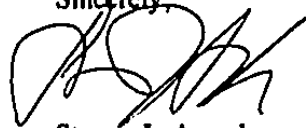
Enclosed herewith please find the original and one copy of the Articles of Incorporation filed on behalf of our client **SKIN BALANCE, INC.** along with a check in the sum of \$122.50 covering the following fees:

Filing Articles of Incorporation	\$35.00
Certified copy of Articles	\$52.50
Designation of Registered Agent	<u>\$35.00</u>
	\$122.50

Please file the Articles of Incorporation and forward to me a Certificate of Incorporation and certified copy of the Articles as soon as possible in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter. If you have any questions regarding the above, please do not hesitate to contact me.

Sincerely,



Steven J. Asarch
Attorney at Law

SJA:st
Enclosures
Katz/Mar/SecState

FILED
96 APR -8 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

46-21-7
5/2/96

ARTICLES OF INCORPORATION
OF
SKIN BALANCE, INC.

FILED
96 APR -8 AM 9 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
NAME

The name of the corporation shall be:

SKIN BALANCE, INC.

ARTICLE II
PRINCIPAL OFFICE

The mailing address of the initial principal office of this corporation is 8855 Collins Avenue, Apt. 6H, Surfside, Florida 33154. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

ARTICLE III
PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.
The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share;
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to

be voted upon shall not disqualify him from voting thereon;

- (c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE V **TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE VI **INITIAL REGISTERED AGENT AND ADDRESS**

The name of the initial registered agent of this corporation is STEVEN J. ASARCH. The street address of the initial registered agent of this corporation is 5355 Town Center Road, Suite 801, Boca Raton, FL 33486.

ARTICLE VII **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The name and address of the initial director of this corporation are:

MARLENE KATZ
8855 COLLINS AVENUE, APT. 6H
SURFSIDE, FLORIDA 33154

ARTICLE VIII **PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

**ARTICLE IX
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of all shareholders shall be required for any amendment or repeal.

**ARTICLE X
INCORPORATOR**

The name and street address of the person signing these Articles is STEVEN J. ASARCH, 5355 Town Center Road, Boca Raton, FL 33486, whose Florida Bar Number is 223522.

The undersigned has executed these Articles of Incorporation this 3rd day of April, 1996.

A handwritten signature in black ink, appearing to read 'S. Asarch', is written over a horizontal line.

STEVEN J. ASARCH, INCORPORATOR

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

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, 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:

SKIN BALANCE, INC.

2. The name and address of the registered agent and office is:

**STEVEN J. ASARCH
5355 Town Center Road
Suite 801
Boca Raton, FL 33486**


STEVEN J. ASARCH, INCORPORATOR

DATED: April 3, 1996

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 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 COMPETENT PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


STEVEN J. ASARCH,
REGISTERED AGENT

DATED: April 3, 1996

P96000031967

Steven Asarch
Requestor's Name
7777 Charles Rd.
Address
2250 Boca Vista, FL 33431
City/State/Zip Phone #

4000001532604
-08/27/95--01057--014
****105.00 ****35.00

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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 checked="" 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

FILED
96 AUG 26 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1a. The name of the corporation is: Skin Balance, Inc.
- 1b. The mailing address of the corporation is: 8855 Collins Avenue, Apt. 611, Surfside, FL 33154
- 1c. Date of incorporation: April 9, 1996 Document number: P96000031967
2. The name and address of the current registered agent and office:

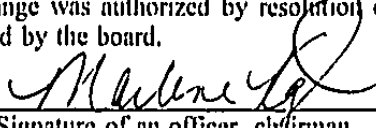
Steven J. Asarch, Esquire
STEVEN J. ASARCH, P.A.
5355 Town Center Road, Suite 801
Boca Raton, Florida 33486

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Steven J. Asarch, Esquire
STEVEN J. ASARCH, P.A.
7777 Glades Road, Suite 200
Boca Raton, Florida 33434

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman
or vice chairman of the board)

8/15/96
(Date)

Marlene Katz, President and Secretary
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)

8-21-96
(Date)