APRIL 8, 1996 P960000337991

STATE OF FLORIDA DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32301

RE: NEW CORPORATE FILING AAA

DEAR STR/MADAM:

ENCLOSED PLEASE FIND EXECUTED ARTICLES OF INCORPORATION, COPY OF SAME AND A CHECK IN THE AMOUNT OF \$70.00.

AFTER FILING SAME AND ISSUING A CERTIFICATE OF INCORPORATION, PLEASE FORWARD THE DATE STAMPED COPY AND CHARTER TO:

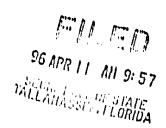
RICHARD W. DEAN, ESQ. 6363 NW 6 WAY, SUITE 210 FT. LAUDERDALE, FL. 33309

THANK YOU.

500001777155 -04/11/96--01090--007 \*\*\*\*\*\*70.00 \*\*\*\*\* 0.00

APR 1 6 1995 BSB

# ARTICLES OF INCORPORATION OF FACES ONLY, INC.



THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

#### ARTICLE 1 NAME

### FACES ONLY, INC.

#### ARTICLE IL PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be : 7000 S.W. 62 AVE. S. MIAMI, FL 33143

#### ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (1.00) per share.

#### ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are: MARIA E. BARCENA 7000 S.W. 62 AVE.

S. MIAMI, FL 33143

#### ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

MARIA E. BARCENA
7000 S.W. 62 AVE.
S. MIAMI, FL 33143

#### ARTICLE VI INITIAL REGESTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is: MARIA E. BARCENA 7000 S.W. 62 AVE.
S. MIAMI, FL 33143

The undersigned has (have) executed these Articles of Incorporation this date: APRIL 5, 1996

MARIA E. BARCENA, Incorporator

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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: FACES ONLY, INC.
- 2. The name and address of the registered agent and office is: MARIA E. BARCENA 7000 S.W. 62 AVE. S. MIAMI, FL 33143

SIGNATURE / Marie Barbena TITLE: PRESIDENT

DATE: MARCH 4, 1996

Having been named Registered Agent 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Para Darlena Registered Agent

APRIL 5, 1996

Date