

Lanier, Inc.

5637 Pacific Blvd. (Sto. 2904)
Boca Raton, FL 33433
(407) 392-6861

P96000061704

July 17, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Please send papers to above address

Re: EUROPEAN SKIN CARE BY MIRIAM, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned corporation, together with my check in the amount of \$ 122.50 for Filing Fees, Certified Copy of the Articles of Incorporation, and Fee for Registered Agent Designation for the said corporation.

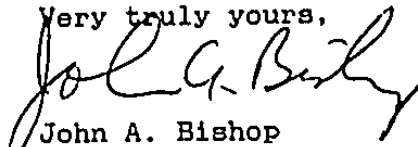
Please send the Certified Copy of the Articles of Incorporation to the following address:

Lanier, Inc.
Suite 2904
5637 Pacific Blvd.
Boca Raton, FL 33433

300001301439
-07/23/96--01039--019
****122.50 ****122.50

Thank you for your assistance in this matter.

Very truly yours,


John A. Bishop

JAB/gs
Enclosures

Please send papers to above address

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95 JUL 22 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

EUROPEAN SKIN CARE BY MIRIAM, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, for the purposes of forming a corporation under the Florida Corporation Law, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is EUROPEAN SKIN CARE BY MIRIAM, INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may operate a beauty parlor or provide beautician or skin care services or sell skin care or beauty products. In addition, the Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be one thousand (1,000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The principal office of the Corporation will be located at 149 NW 45th Street, Deerfield Beach FL 33442. The Board of Directors may, from time to time, move the principal office to any other address. The street address of the Initial Registered Agent Office and the name of the Initial Registered Agent at that office is: Miriam Sulfaro; 149 NW 45th Street; Deerfield Beach, FL 33442. The Board of Directors may, from time to time, change the Registered Agent to any other individual or address, within the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have one (1) director, initially. The number of directors may either be increased or decreased from time to time according to the procedures contained in the By-Laws, but the number of directors shall never be less than one. The name and address of each person who is to serve as a member of the Initial Board of Directors is:

Miriam Sulfaro
149 NW 45th Street
Deerfield Beach, FL 33442

ARTICLE VII: INCORPORATOR

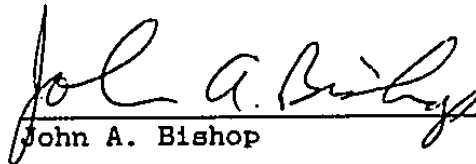
The name and address of the Incorporator of these Articles of
Incorporation is

John A. Bishop
Suite 2904
5637 Pacific Blvd.
Boca Raton, FL 33433

ARTICLE VIII: AMENDMENTS

The Corporation reserves the right to amend or repeal any
provisions of the Articles of Incorporation, or any amendment(s) hereto,
and any right conferred upon the shareholders is subject to this
reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles
of Incorporation on this 17th day of July, 1996.


John A. Bishop

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT
OF
EUROPEAN SKIN CARE BY MIRIAM, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above Corporation, desiring to organize under the laws of the State of Florida with its Initial Registered Agent Office as indicated in the Articles of Incorporation at:

149 NW 45th Street
Deerfield Beach, FL 33442

has named Miriam Sulfaro, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above-named corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Dated: July 17, 1996

Miriam Sulfaro
Miriam Sulfaro