P(160000)7459/

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TALLAMAN DE LA LURIDA

August 12, 1996

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

Re: FACES OF FASHION, INC.

800001940213 -03/05/96--01098--012 \*\*\*\*\*52.50 \*\*\*\*\*52.50

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Faces of Fashion, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copies.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,

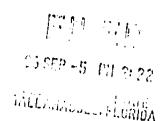
Kathleen Farnsworth

1608 Orange Drive, Eustis, FL 32726

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## **ARTICLES OF INCORPORATION**

OF



## FACES OF FASHION, INC.

ARTICLE I

The name of the Corporation is Faces of Fashion, Inc.

### ARTICLE II

The principal place of business and mailing address of this corporation shall be 1608 Orange Drive, Eustis, FL 32726.

#### ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

### **ARTICLE IV**

The address of the initial registered office of the Corporation is 1608 Orange Drive, Eustis, Florida 32726, and the name of the Corporation's initial registered agent for service of process at such address is Kathleen Farnsworth.

# ARTIÇLE V

The name and address of the incorporator to these Articles of Incorporation is: Kathleen Farnsworth, 1608 Orange Drive, Eustis, FL 32726.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_\_ day of

1608 Orange Drive, Eustis, FL 32726

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N WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_\_ day of

1608 Orange Drive, Eustis, FL 32726

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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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: Faces of Fashion, Inc.
- 2. The name of the registered agent and office is:

Kathleen Farnsworth 1608 Orange Drive, Eustis, Florida 32726

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

Les Tresouboth

SIGNATURE

DATE