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TO: DIVISION OF CORPORATIONS FAX #: (804)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305)672-0686 FAX #: (305)672-9110
NAME: APOLLO LASER OF BAHAMAS INCORPORATED
AUDIT NUMBER.....1196000012596
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**Articles of Incorporation
of
Apollo Laser of Bahamas Incorporated**

Article I. Name

The name of this Florida corporation is:
Apollo Laser of Bahamas Incorporated

Article II. Address

The mailing address of the Corporation is:
Apollo Laser of Bahamas Incorporated
301 Yamato Road, Suite 4199
Boca Raton FL 33431

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jonathan Root
301 Yamato Road, Suite 4199
Boca Raton FL 33431

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Jonathan Root FL Bar Member 947695
Graner, Root, & Libow, P.A.
301 Yamato Road, Suite 3101
Boca Raton FL 33431
561-998-3232 • Fax 561-241-6654

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

John Zervas
Dr. George Rozakis

Article VI. Incorporator

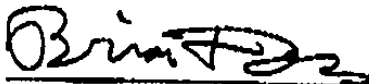
The name and address of the incorporator is:

Jonathun Root
Graner, Root, & Libow, P.A.
301 Yamato Road, Suite 3101
Boca Raton FL 33431

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective September 10, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on September 10, 1996



JONATHAN ROOT

by Brian Fons as attorney-in-fact

Jonathan Root FL Bar Member 947695
Graner, Root, & Libow, P.A.
301 Yamato Road, Suite 3101
Boca Raton FL 33431
561-998-3232 • Fax 561-241-6654

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Apollo Laser of Bahamas Incorporated

REGISTERED AGENT:
Jonathan Root
301 Yamato Road, Suite 4199
Boca Raton FL 33431

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JONATHAN ROOT
by Brian Pons as attorney-in-fact

Date: 9/10/96

Jonathan Root FL Bar Member 947695
Graner, Root, & Libow, P.A.
301 Yamato Road, Suite 3101
Boca Raton FL 33431
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