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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: 1ST ACCOUNTING GROUP, INC.
CONTACT: MANUEL R DEL VALLE
PHONE: (305)477-2234

ACCT#: 072100000416

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NAME: REVITALEX, INC.

AUDIT NUMBER.....H96000017672

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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TALLAHASSEE, FLORIDA

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H96000017672

ARTICLES OF INCORPORATION

OF

REVITALEX, INC.

FILED
96 DEC 18 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLE I - Name

The name of this corporation is Revitalex, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is
1600 So. Bayshore Ln., Apt. 7C, Miami, FL 33133 and the name of the
initial registered agent of this corporation at that address is Christopher H. Mallis.

ARTICLE VI - Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Christopher H. Mallis
1600 So. Bayshore Ln., Apt. 7C
Miami, FL 33133

Ana M. Avila
999 So. Bayshore Dr., Apt. 1905
Miami, FL 33131

Elisa Mallis
230 East 44th St., Apt. 2F
New York, NY 10017

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Christopher H. Mallis
1600 So. Bayshore Ln., Apt. 7C
Miami, FL 33133

VICE PRESIDENT: Ana M. Avila
999 So. Bayshore Dr., Apt. 1905
Miami, FL 33131

TREASURER: Elisa Mallis
230 East 44th St., Apt. 2F
New York, NY 10017

SECRETARY: Elisa Mallis
230 East 44th St., Apt. 2F
New York, NY 10017

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is:

Christopher H. Mallis
1600 So. Bayshore Ln., Apt. 7C
Miami, FL 33133

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARE
Christopher H. Mallis	1600 So. Bayshore Ln., Apt. 7C Miami, FL 33133	500 Shares \$500.00

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLES XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

P.O. Box 45-0086
Miami, FL 33245-0086

ARTICLE XIII - Register Agent Acceptance

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 status 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of December, 1996.



INCORPORATOR



REGISTERED AGENT