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FLORIDA DIVISION OF CORPORATIONS

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FROM: KLEIN AND ASSOCIATES, P.A.
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ACCT#:

CONTACT: RON KLEIN
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(305) 891-6104

NAME: AESTHETIC LASER SURGERY CENTER, INC.

AUDIT NUMBER.....H97000000831

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

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ARTICLES OF INCORPORATION
OF

AESTHETIC LASER SURGERY CENTER, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: AESTHETIC LASER SURGERY CENTER, INC.

AESTHETIC LASER SURGERY CENTER, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
3801 CRAWFORD AVENUE, MIAMI, FLORIDA 33133

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value Per</u> <u>Share</u>	<u>Class of</u> <u>Stock</u>
100	100 \$1.00	Common

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is THOMAS DIDATO, 2006 Biscayne Boulevard, Miami, Florida 33137.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is LEE ABRAMSOHN, 3801 CRAWFORD AVENUE, MIAMI, FLORIDA 33133.

This instrument was prepared by:
Thomas J. DiDato, Esq.
2006 Biscayne Blvd.
Miami, Florida 33137
FBN #0003565

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ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date of which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Law, but shall never be less than one. The name and address of the initial director of this corporation is:

LEE ABRAMSOHN, 3801 CRAWFORD AVENUE, MIAMI, FLORIDA 33133

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal bylaws shall vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of January, 1997.

By: 

LEE ABRAMSOHN
Incorporator

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STATE OF FLORIDA)
):SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared LEE ABRAMSOHN known to me and known by me to be the Person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 13 day of January, 1997.



ROBERT DE LA VEGA
My Commission CC383486
Expires Sep. 05, 1998
Bonded by HAI
800-422-1535

[Signature]
NOTARY PUBLIC, State of Florida

My Commission Expires:

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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: AESTHETIC LASER SURGERY CENTER, INC.
2. The name and address of the registered agent and office is: THOMAS DIDATO, 2006 Biscayne Boulevard, Miami, Florida 33137.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above named 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.

By: *[Signature]*
THOMAS DIDATO
Registered Agent

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