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PA 7000004627

January 2, 1997

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

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-01/10/97--01099--005
****122.50 ****122.50

Re: APHRODITE BEAUTY CLINIC, INC.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these copies stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,

Perry D. Monioudis
Perry D. Monioudis

PDM/sdl

Enclosures
cc: Eugenia Melisiotis

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 10 PM 12:17

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ARTICLES OF INCORPORATION .
OF
APHRODITE BEAUTY CLINIC, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 10 PM 12:17

ARTICLE I

NAME OF CORPORATION

The name of this organization shall be APHRODITE BEAUTY CLINIC, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE VI

ADDRESS OF PRINCIPAL OFFICE

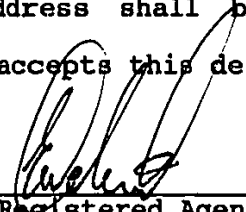
The address of the principal office of the Corporation is:

4390 North Federal Highway #104
Ft. Lauderdale, FL 33308

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 4390 North Federal Highway, # 104, Ft. Lauderdale, Florida 33308, and the initial registered agent of this Corporation at that address shall be Eugenia Melisiotis, who, by her signature below accepts this designation.



Registered Agent

ARTICLE VIII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the

Board of Directors is:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NAME

ADDRESSES

97 JAN 10 PM 12: 17

EUGENIA MELISIOTIS

4390 North Federal Highway
104
Ft. Lauderdale, FL 33308

ARTICLE X

INCORPORATOR

The name and street address of the person signing these
Articles of Incorporation is:

NAME

ADDRESS

EUGENIA MELISIOTIS

4390 North Federal Highway
104
Ft. Lauderdale, FL 33308

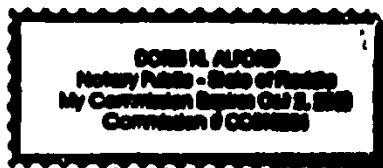
IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this 11 day of December, 1996.


EUGENIA MELISIOTIS

STATE OF FLORIDA)
COUNTY OF Broward)

SS:

The foregoing instrument was acknowledged before me this 11
day of Dec., 1996, by EUGENIA MELISIOTIS, the Incorporator
and who executed the foregoing Articles of Incorporation, and who
is personally known to me or who produced _____ as
identification and who did (did not) take an oath.



My Commission Expires:

NOTARY PUBLIC

Sign: Doris N. Alford

Print: DORIS N. ALFORD
(SEAL)