

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-6870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

NR 796-6098

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN Will Pick Up *1/22 12:00*

991000006315

RE: *Laser Centers, Inc*

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
_____ Corp. Record Search		
_____ Ltd. Partnership File		
_____ Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
_____ Art. of Amend. File		
_____ Dissolution/Withdrawal		
<input checked="" type="checkbox"/> C U S - <i>GIS</i>		
_____ Fictitious Name File		
_____ Name Reservation		
_____ Annual Report/Reinstatement		
_____ Reg. Agent Service		
_____ Document Filing		
_____ Corporate Kit		
_____ Vehicle Search		
_____ Driving Record		
_____ Document Retrieval		
_____ UCC 1 or 3 File		
_____ UCC 11 Search		
_____ UCC 11 Retrieval		
_____ File No.'s, _____ Copies		
_____ Courier Service		
_____ Shipping/Handling		
_____ Phone ()		
_____ Top Priority		
_____ Express Mail Prep.		
_____ FAX () pgs.		

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

FILED
 97 JAN 22 PM 3:33
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 RECEIVED
 97 JAN 22 AM 10:17
 OFFICE OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

THANK YOU from Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1996

CAPITAL CONNECTION, INC.

The name **ODYSSEY COSMETIC LASER CENTER INC.** has been reserved for 120 days beginning December 30, 1996. The reservation number is R96000006098 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 996A00057635

ARTICLES OF INCORPORATION
OF

ODYSSEY COSMETIC LASER CENTERS, Inc.

In compliance with the requirements of F.S. Chapter 607, undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

FILED
97 JAN 22 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation ("Corporation") is
ODYSSEY COSMETIC LASER CENTERS, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 1600 NW12th Way, Boca Raton, Florida 33486-1241.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000) all of which shall be Common Shares, having a par value of One Dollar (\$1.00) per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 1600 NW12th Way, Boca Raton, Florida 33486-1241. The initial registered agent for the Corporation at that address is Marshall Lloyd.

ARTICLE V

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Marshall Lloyd	1600 NW12th Way, Boca Raton, FL 33486
Martin B. Seretean	19700 Oakbrook Circle, Boca Raton, FL 33434

ARTICLE VI


The name and street address of the person signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Marshall Lloyd	1600 NW12th Way, Boca Raton, FL 33486

ARTICLE VII

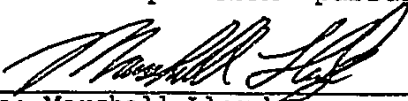
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of January, 1997.


Name: Marshall Lloyd

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ODYSSEY COSMETIC LASER CENTERS, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Marshall Lloyd

Date: January 21st, 1997