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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ADVANCED COSMETIC ENHANCEMENT CENTER, P.A.

AUDIT NUMBER.....H97000002733

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

ACE INDUSTRIES, INC.

SUBJECT: ADVANCED COSMETIC ENHANCEMENT CENTER, P.A.
REF: W97000003774

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ARTICLES OF INCORPORATION

#97-2733

of Advanced Cosmetic Enhancement Center, P.A. a Corporation for Profit formed under the Florida General Corporation Act.

Article 1:

Name of the Corporation: Advanced Cosmetic Enhancement Center, P.A.

Address: Post Office Box 82629, Tampa, Florida 33682-2629

Tel. (813) 977-3600

Article 2:

DURATION: Term of existence of the corporation is perpetual.

Article 3:

PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA and more specifically for the purpose providing medical, surgical & esthetic cosmetic procedures and supplies.

Article 4:

CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 10,000. **PAR VALUE** \$0.001

Article 5:

REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be: 3450 East Fletcher Avenue, Suite 220, Tampa, Florida 33613 and the name of the initial registered agent at such address is MARIE COSTON DAM, M.D.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

2/8/97
Date


Signature of Registered Agent - Marie Coston Dam, M.D.

Article 6:

The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. PRESIDENT: MARIE COSTON DAM, M.D.
2. V-P & TREAS.: STEVEN PROPER, M.D.

Article 7:

The Name and address of the incorporator is:

Marie Coston Dam, M.D. - 3450 East Fletcher Avenue, Suite 220, Tampa, Florida 33613

IN WITNESS whereof I have subscribe my name

#97-2733
PREPARED BY:
ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
(305) 358-7832

2/8/97
Date


MARIE COSTON DAM, M.D. as President of
Advanced Cosmetic Enhancement Center,

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