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1: DIVISION OF CORPORATIONS

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3ME: RADIANCE COSMETICS INTERNATIONAL CORP.

AUDIT NUMBER.....H97000007127

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

CERT. OF STATUS..0

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1997

EMPIRE

SUBJECT: RADIANCE COSMETICS INTERNATIONAL CORP.
REF: W97000010036

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Agnes Lunt
Corporate Specialist

FAX Aud. #: H97000007127
Letter Number: 497A00022770

**ARTICLES OF INCORPORATION FOR
RADIANCE COSMETICS INTERNATIONAL CORP.**

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Article I - NAME

The name of the corporation is **RADIANCE COSMETICS INTERNATIONAL CORP.**

Article II - PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation is:

10001 N.W. 50th Street
Bay W-3
Sunrise, Florida 33351

Article III - OFFICERS

The name and address of the initial officer(s) are:

Robert Carmel, President
Lou Wolfson, Secretary
10001 N.W. 50th Street
Bay W-3
Sunrise, Florida 33351

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TALLAHASSEE, FLORIDA

Article IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **ONE HUNDRED (500)** shares with One Dollar (\$1.00) par value.

Article V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is:

Robert Carmel
10001 N.W. 50th Street
Bay W-3
Sunrise, Florida 33351

Prepared by: **Avi Carmel, Esq., Florida Bar No.0764530, Carmel & Bijou, P.A.**
100 North Biscayne Blvd. #2800, Miami, Florida 33132
305-577-8600

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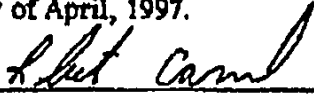
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Article VI - INCORPORATOR

The name and address of the incorporator for this corporation:

Robert Carmel
10001 N.W. 50th Street
Bay W-3
Sunrise, Florida 33351

The undersigned incorporator has executed these Articles of Incorporation on this 28th day of April, 1997.



Robert Carmel

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

Pursuant to the provision of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in the designating the registered office/register agent, in the State of Florida.

The name of the corporation is: **RADIANCE COSMETICS INTERNATIONAL
CORP.**

The name and address of the registered agent is:

**Robert Carmel
10001 N.W. 50th Street
Bay W-3
Sunrise, Florida 33351**

Having been named registered agent for the stated corporation, I hereby accept the appointment as a registered agent and I am familiar with and accept the obligation of my position.


Robert Carmel
April 26, 1997

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