

P97000042467

2:27 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000007858 8))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ESSENTIALS SPA AND BATH CO.

AUDIT NUMBER.....H97000007858

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
help F1 Option Menu F2

NUM CAPS Connect: 00:03:04

FILED
97 MAY 13 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6
H9700000785 a'

**ARTICLES OF INCORPORATION
OF
ESSENTIALS SPA AND BATH CO.**

FILED
97 MAY 13 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation shall be: ESSENTIALS SPA AND BATH CO.
It's business shall be carried on at 1356 Ginger Circle, Weston, FL 33326. Its
principal office shall be at 1356 Ginger Circle, Weston, FL 33326.

ARTICLE II-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful
business permitted under the laws of the United States and the State of Florida.

ARTICLE III-DURATION

This corporation shall have perpetual existence commencing on the date of this
filing of these Articles with the Department of State.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue par value common stock as described
below, and none other:

Maximum number of shares 10,000

Par Value per share \$.10

PREPARED BY: *Gloria G. Stern*
GLORIA G. STERN, ESQ.
C/O PAT SHUB
700 S.E. 3RD. AVE. #404
FT. LAUDERDALE, FL 33316
(954) 452-3848
FLORIDA BAR NO: 0764848

H9700000785 8'

H97000007858

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Gloria G. Stern Esq., c/o Pat Shub, Esq. 700 S.E. 3rd Ave. #404, Ft. Lauderdale, FL 33316 and the name of the initial registered agent of this corporation at this address is Gloria G. Stern.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This corporation shall have three directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however there shall never be less than one Director nor more than five. The Board of Directors shall be elected at the annual meeting of the Stockholders of this Corporation, which meeting shall be held at such time as shall be provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and address of the initial Board of Directors of the corporation are:

Philip Rudnicki., President	1320 Ginger Circle Weston, FL 33326
Alan Rosenberg, Vice President	1356 Ginger Circle Weston, FL 33326
Ilene Rosenberg, Sec/Treas	1358 Ginger Circle Weston, FL 33326

H97000007858

H97000007858

ARTICLE VII-INCORPORATORS

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

Philip Rudnicki., President 1320 Ginger Circle
Weston, FL 33326

ARTICLE VIII-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX-INDEMNIFICATION

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

ARTICLE X-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

H97000007858

H97000007858

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this day 12 of May, 1997.

Philip Rudnicki
Philip Rudnicki, Pres.

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State
and County set forth above, personally appeared Philip Rudnicki, President,
known to be 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 set my hand and seal in the State and
County above, this 12 day of May, 1997.



GLORIA STERN
COMMISSION # CC 424583
EXPIRES DEC 8, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Gloria Stern
GLORIA STERN,
NOTARY PUBLIC-State of Florida

H97000007858

H97000007858

FILED

97 MAY 13 PM 3:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: ESSENTIALS SPA AND BATH CO.
2. The name and address of the registered agent and office is: GLORIA G. STERN, c/o Pat Shub 700 S.E. 3rd Ave. #404, Ft. Lauderdale, FL 33316.

Signature Philip Banti

Title President

Date 5-12-97

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Signature Gloria Stern
Date 5-12-97

H97000007858