

P970000069263



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 492245 7122803

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 AUG 11 AM 11:58
TALLAHASSEE, FLORIDA

ORDER DATE : August 11, 1997

ORDER TIME : 10:48 AM

ORDER NO. : 492245-005

CUSTOMER NO: 7122803

0000022459259--1
08/11/97- 01009--017
****122.50 ****122.50

CUSTOMER: Kent A. Skrivan, Esq
SULLIVAN & SKRIVAN

800 Laurel Oak Drive, Ste 200

Naples, FL 34108

DOMESTIC FILING

NAME: SKIN THERAPY BY DONNA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: _____

RECEIVED
97 AUG 11 AM 11:26
DIVISION OF CORPORATION

SN AUG 11 1997

5

FILED

97 AUG 11 AM 11:58

SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SKIN THERAPY BY DONNA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is SKIN THERAPY BY DONNA, INC.

ARTICLE II

PRINCIPAL OFFICE; MAILING ADDRESS

The address of the principal office of the Corporation is Park Square, 4085 Tamiami Trail North, Suite B-204, Naples, Florida 34103.

The mailing address of the Corporation is Park Square, 4085 Tamiami Trail North, Suite B-204, Naples, Florida 34103.

ARTICLE III

PURPOSE

The purpose for which the Corporation is organized to engage in the business of skin care and therapy, and for all other lawful purposes allowed a Florida corporation.

ARTICLE IV

DURATION

The Corporation shall have a perpetual existence commencing from the date of filing these Articles of Incorporation.

ARTICLE V

DIRECTORS

The method by which Directors of the Corporation shall be

elected is set forth in the ByLaws. The initial Board of Directors shall consist of one member. The name and address of the initial Director is:

Donna Forsythe
6060 14th Ave. SW
Naples, Florida 34116.

ARTICLE VI

CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of One Dollar Par value Common Stock.

ARTICLE VII

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent for the Corporation is N. PAUL SAN FILIPPO. The address of the registered agent is 2150 Goodlette Road, Suite 305, Naples, Florida 34102.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is as follows:

Donna Forsythe
6060 14th Ave. SW
Naples, Florida 34116.

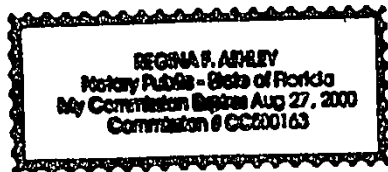
IN WITNESS WHEREOF, the incorporator, DONNA FORSYTHE, has signed these Articles of Incorporation for the purpose of forming the Corporation under the laws of the State of Florida, this 7 day of August, 1997.


DONNA FORSYTHE, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The attached or foregoing instrument was acknowledged before me this 7th day of August, 1997, by DONNA FORSYTHE, who is personally known to me or who produced a driver's license as

identification and who did take an oath.



Regina F. Ashley
NOTARY PUBLIC
COMMISSION EXPIRATION: 8/27/00

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT AND OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the Corporation is SKIN THERAPY BY DONNA, INC.
2. The name and address of the registered agent and registered office of the Corporation is:

N. PAUL SAN FILIPPO
2150 Goodlette Road, Suite 305
Naples, Florida 34102

Signed this 7 day of August, 1997,

By: Donna Forsythe L.S.
Donna Forsythe, Incorporator

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and I am familiar with and accept the obligations of my position as Registered Agent.

Date: 8/7/97


N. Paul San Filippo L.S.

FILED
97 AUG 11 AM 11:58
TALLAHASSEE, FLORIDA