

P 97 0000 92419

Joseph L. Salas
1500 Bay Road #1150
Miami Beach, Florida 33139-0000

October 23, 1997

Secretary of State
Corporation Division
Executive Towers
Tallahassee, FL 32304

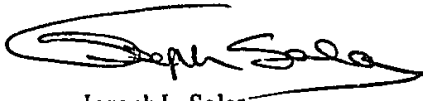
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Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Joseph Salas, Inc.. Please file these with the appropriate authorities. I have enclosed a check to cover the filing costs and fees.

If you have any questions or should you require any further information, please contact me at the address above.

Sincerely,


Joseph L. Salas

FILED
97 OCT 27 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. CHANDLER OCT 28 1997

**Articles of Incorporation
of
Joseph Salas, Inc.**

**I.
Name**

The name of the Corporation is Joseph Salas, Inc., hereinafter referred to as the "Corporation."

**II.
Purposes**

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**III.
Principal Office and Registered Agent**

The principal office of the Corporation is 1500 Bay Road #1150, Miami Beach, Florida 33139-0000. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Joseph Salas, 1500 Bay Road #1150, Miami Beach, Florida 33139-0000.

**IV.
Duration**

The duration of the Corporation shall be perpetual.

**V.
Initial Business**

The initial business of the Corporation shall be:

Massage Therapy & Beauty Skin Care

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TALLAHASSEE, FLORIDA

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 500, each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

| Incorporator Name | Incorporator Address | Shares |
|-------------------|--|--------|
| Joseph Salas | 1500 Bay Road #1150, Miami Beach, FL 33139 | 500 |

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 1. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

| Director Name | Director Address |
|--------------------------|--|
| Joseph Salas - President | 1500 Bay Road #1150, Miami Beach, FL 33139 |

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.

X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.
Fiscal Year

The fiscal year of the Corporation shall be from March to February of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the 23rd day of October, 1992.


JOSEPH SALAS

State of FLORIDA

County of DADE

BEFORE ME, the undersigned authority, on this day personally appeared Joseph Salas, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 23 day of October, 19 97.



SANDRA P DUQUE
My Commission CC341938
Expires Jan. 13, 1998
Bonded by HAI
800-422-1555

Sandra P. Duque
Notary Public in and for the
State of Florida

My Commission Expires: 1-13-98

The undersigned hereby accepts the designation of registered agent and hereby agrees to comply with all pertinent statutes.

Joseph Salas
Joseph Salas

State of FLORIDA

County of DADE

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97 OCT 27 PM 12:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, on this day personally appeared Joseph Salas, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 23 day of October, 19 97.



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