

P97000097540

PURELINE, INC.

2900 High Ridge Road, Boynton Beach, FL 33426

(561) 585-0027

Fax (561) 585-1998

November 5, 1997

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

300002345663-2
-11/13/97-01004-004
****122.50 ****122.50

Re: Pureline, Inc.
Articles of Incorporation

Gentlemen:

Enclosed is an original and one copy of Articles of Incorporation for the above company along with a check in the amount of \$122.50.

Will you kindly file these documents and forward a Certificate to us for our records. Enclosed is a stamped, self-addressed envelope for your convenience.

Very truly yours,



Marcus Fender

Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 13 AM 8:50

RP
11-17-97

97 NOV 13 AM 8:50

ARTICLES OF INCORPORATION

OF

PURELINE, INC.

ARTICLE I - NAME

The name of this corporation is PURELINE, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE III - PURPOSE

The general nature of the business and the objects and purposes to be transacted and carried on are to buy, sell, manufacture, and market cosmetics products; to buy, sell manufacture and market beauty products; to buy, sell lease and manage real property; to buy, sell, manage all items of personal property, and to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do; and to do any and all things and matters necessary and appertaining thereto, and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of common stock without par value.

ARTICLE V - CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE VI - CAPITAL STOCK VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation is 2900 High Ridge Road, Boynton Beach, Florida 33426. The name of the initial registered agent of this corporation is Marcus Fender, whose address is 2900 High Ridge Road, Boynton Beach, Florida 33426.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

Marcus Fender 2900 High Ridge Road
Boynton Beach, Florida 33426

ARTICLE X - SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as a Subscriber and the number of shares he has agreed to purchase are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Marcus Fender	2900 High Ridge Road Boynton Beach, Fl 33436	5

ARTICLE XI - INCORPORATOR

The name and address of the person signing this Article of Incorporation is:

Marcus Fender 2900 High Ridge Road
Boynton Beach, FL 33426

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5th day of November 1997.



 Marcus Fender, Registered Agent



Marcus Fender, Subscriber

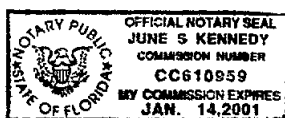
STATE OF FLORIDA :
COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Marcus Fender who is known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th
day of nov, 1997, in the County and State aforesaid.

James Kennedy
Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

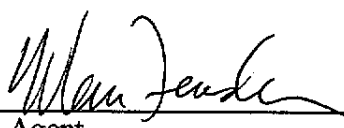
FIRST: PURELINE, INC. desiring to organize under the laws of the State of Florida
with its principal offices as indicated in the Articles of Incorporation, in the City of Boynton
Beach, County of Palm Beach, State of Florida, has named Marcus Fender, located at:

2900 High Ridge Road, Boynton Beach, Florida 33426

as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the
place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said office.


Registered Agent

STATE OF FLORIDA :

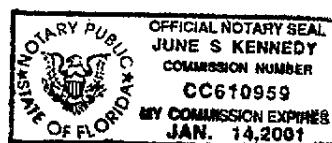
COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and
County set forth above, personally appeared Marcus Fender who is known to me, and known by
me to be the person who executed the foregoing Acknowledgement and he acknowledged before
me that he executed the Acknowledgement for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of
Nov., 1997, in the County and State aforesaid.


Notary Public

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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