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((H97000020865 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735
(904)561-1025

FAX #:

NAME: INSTITUTE OF COSMETIC SURGERY, INC. AUDIT NUMBER.....H97000020865 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES..... 4 CERT. COPIES.....1 DEL.METHOD.. FAX EST.CHARGE..
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is Institute of Cosmetic Surgery, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
935 Intracoastal Drive
Fort Lauderdale, Florida 33304

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresss of the initial Directors are:

Sidney Schreiberstein
935 Intracoastal Drive
Fort Lauderdale, Florida 33304
Roberta Schreiberstein
935 Intracoastal Drive
Fort Lauderdale, Florida 33304

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - 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.

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 - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: December 18, 1997

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman
Incorporator

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TALLAHASSEE, FLORIDA

Certificate designating place of business or domicile
for the service of process within Florida, naming agent
upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes,
the following is submitted:

First that Institute of Cosmetic Surgery, Inc.,
desiring to organize or qualify under the laws of the State
of Florida, has named Filings, Inc., a Florida corporation,
located at 3732 N.W. 16th Street, Fort Lauderdale, Florida,
as its agent to accept service of process within Florida.

Dated: December 18, 1997

Teresa Roman
Teresa Roman, Incorporator

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. I
further agree to comply with the provisions of all Statutes
relative to the proper and complete performance of my
duties, and I am familiar with and accept the obligations
of my position as registered agent.

Dated: December 18, 1997

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman