

5/22/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: ALL ABOUT FASHION, SKIN & MAKEUP, INC.1

AUDIT NUMBER.....H98000009710

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

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ALL ABOUT FASHION, SKIN & MAKEUP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

ALL ABOUT FASHION, SKIN & MAKEUP, INC.

The principal place of business of this corporation shall be:

8565 MENTEITH TERRACE, MIAMI LAKES, FL 33016

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, Country, Territory, or Nations.

This Instrument Prepared By:
GLORIA C. GONZALEZ, P.A.
166 EAST 49TH STREET
HIALEAH, FLORIDA 33013
(305) 827-0035
F.B.N. 0775703

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of Common Stock, each share having a par value of ONE (\$1.00) DOLLAR. Authorized capital stock may be paid for in cash, services, property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is 8565 MENTEITH TERRACE, MIAMI LAKES, FL 33016 and the name of the initial registered agent of this corporation at that address is ADA BYALICK.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall be conducted by the following directors. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one director. The name and address of the initial directors of this corporation are:

SOLE DIRECTOR - ADA BYALICK

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ARTICLE VII - INITIAL OFFICERS

The names of the initial officers are as follows:

ADA BYALICK

ARTICLE VIII - INCORPORATOR

The names and street addresses of the persons signing these Articles are:

**SOLE DIRECTOR ADA BYALICK - 8565 MENTEITH TERRACE
MIAMI LAKES, FL 33016**

ARTICLE IX - DISTRIBUTION

The name and post office address of each subscriber of these Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
ADA BYALICK	8565 MENTEITH TERRACE MIAMI LAKES, FL 33016	100

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval by the Secretary of State of the State of Florida.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board

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of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22nd day of

May 1998. Signature of Incorporators:

Ada Byalick
ADA BYALICK, PRESIDENT / SOLE DIRECTOR

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared ADA BYALICK known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of May, 1998.

MY COMMISSION EXPIRES:



Reana Rojas
My Commission CC803187
Expires November 21, 2000

Reana Rojas
NOTARY PUBLIC, STATE OF FLORIDA

BY: Reana Rojas
PRINT NOTARY NAME

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ARTICLES OF INCORPORATION FILING FEE:

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 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT: ALL ABOUT FASHION, SKIN & MAKEUP, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HIALEAH, COUNTY OF DADE, STATE OF FLORIDA, AT 8565 MENTIETH TERRACE, MIAMI LAKES, FL 33016 AND HAS NAMED ADA BYALICK LOCATED AT 8565 MENTEITH TERRACE, MIAMI LAKES, FL 33016 TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA. 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 THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: 5/22/98

ADA BYALICK

REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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