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CYNTHIA L. GAUSVOK
JONATHAN E. BECKER
JOHN F. EVANS
(1941-1988)
*NOT ADMITTED
IN FLORIDA

P98000058047

June 26, 1998

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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-06/29/98--01054--015
*****122.50 *****122.50

Re: Cosmetica Futura, Inc. / Articles of Incorporation

Dear Sir or Madam:

Enclosed for filing are the original Articles of Incorporation for the referenced corporation, together with a check in the amount of \$122.50 to cover the filing fees for same. Please send me a certified copy of these Articles, once filed.

If you should have any questions pertaining to this matter, please do not hesitate to contact me.

Very truly yours,

Walter J. Taché

JMG/wp

Enclosures

\\jmg\letters\secretary of state3.1tr\

F. CHESSE

JUN 30 1998

ARTICLES OF INCORPORATION

OF

Cosmetica Futura, Inc.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is:

Cosmetica Futura, Inc.

ARTICLE II

The mailing address of the corporation is:

Cosmetica Futura, Inc.
3109 Grand Avenue, Suite 304
Miami, Florida 33133

The address of the principal office is not known as of the date hereof.

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1,000 shares, all of one class, without par value.

ARTICLE VI

The address of the initial registered office is 201 South Biscayne Blvd., Suite 900, Miami, Florida 33131. The name of the corporation's registered agent at such address is Walter J. Taché, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The certificate and written acceptance with respect to the registered office and registered agent appears at the conclusion of these Articles.

FILED
98 JUN 29 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the by-laws, but shall not be fixed at less than one.

ARTICLE VIII

The number of directors constituting the initial board of directors is two, whose names and addresses are:

Herman L. De Anna
3921 Irvington Avenue
Miami, Florida 33133

Abel O. De Anna
2901 South Bayshore Drive, Apartment 4F
Miami, Florida 33133

ARTICLE IX

The name and address of the Incorporator is Herman L. De Anna, 3921 Irvington Avenue, Miami, Florida 33133.


ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, Herman L. De Anna, being the Incorporator of this corporation, make and file these Articles of Incorporation this 20 day of June, 1998.



Incorporator


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

IN COMPLIANCE WITH SECTION 48.091, AND CHAPTER 607, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

Cosmetica Futura, Inc., DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, HAS NAMED WALTER J. TACHÉ, AN INDIVIDUAL WHO
RESIDES IN THE STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA. WALTER J. TACHÉ'S BUSINESS OFFICE IS IDENTICAL WITH THE
REGISTERED OFFICE HEREUNDER FOR SERVICE OF PROCESS, AS FOLLOWS:

REGISTERED OFFICE AND REGISTERED AGENT:

Walter J. Taché
201 South Biscayne Blvd., Suite 900
Miami, Florida 33131


Herman L. De Anna, Incorporator


WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE
SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE
THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES AND THIS POSITION, INCLUDING THE PROVISIONS OF
SECTION 48.091, FLORIDA STATUTES.


Walter J. Taché,
As Registered Agent For Cosmetic Futura, Inc.

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI- DADE)

SWORN TO AND SUBSCRIBED before me this 23rd day of June, 1998.


NOTARY PUBLIC, STATE OF FLORIDA

[NOTARIAL SEAL]

My Commission Expires:

OFFICIAL NOTARY SEAL
ESTELA TAMAYO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC456945
MY COMMISSION EXP. APR. 30, 1999