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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Dept. of State
Division of Corporations
Box 6327
Tallahassee, FL 32314

800002721728--2
-12/24/98--01031--016
****122.50 *****78.75

SUBJECT: Aesthetic Body Contouring, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for the incorporation fee, the registered agent fee, and the certified copy fee.

FROM: Eliot Gelber
3850 S.W. 87th Avenue, Suite 307
Miami, FL 33165
305-207-7100

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Aesthetic Body Contouring, Inc.

The undersigned incorporator, a natural person competent to contract, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

Aesthetic Body Contouring, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3850 S.W. 87th Avenue, Suite 307
Miami, Florida 33165

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE IV: REGISTERED AGENT

The name and address of the initial registered agent is:

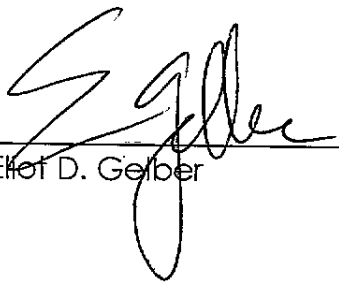
Lourdes Aguilera
619 NW 12 Avenue
Miami, FL 33136

ARTICLE V: INCORPORATOR

The name and street address of the incorporator to the Articles of
Incorporation is:

Eliot D. Gelber
3850 S.W. 87th Avenue, Suite 307
Miami, FL 33165

The undersigned incorporator has executed these Articles of
Incorporation this 11 day of DECEMBER, 1998.



Eliot D. Gelber

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Aesthetic Body Contouring, Inc.

2. The name and address of the registered agent and office are:

Lourdes Aguilera
619 NW 12 Avenue
Miami, FL 33136

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Lourdes Aguilera

Date: 12/18/98

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