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Asif Mansoor  
U.S. Sales Corporation  
436 Lakeview Drive, #206  
Weston, FL 33327

March 17, 1999  
Secretary of State  
Division of Corporations  
George Firestone Building  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: U.S. SALES CORPORATION

800002813878-4

-03/22/99-01118-017  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

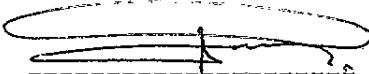
Dear Sir/Madam:

I am enclosing the original Articles of Incorporation of U.S. SALES CORPORATION together with a check in the amount of \$122.50 representing filing fees therefore.

Also enclosed is a self addressed stamped envelope for your convenience.

Thank you for your cooperation and assistance.

Sincerely,



ASIF MANSOOR

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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3/25/99

ARTICLES OF INCORPORATION

OF

U.S. SALES CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, who is a natural person competent to contract, hereby forms and associates to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

U.S. SALES CORPORATION

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and the object and purpose to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as a natural person might or could do, viz:

(a) To provide wholesale distribution of health and beauty aids.

(b) To do any and all things necessary, proper or convenient for or incident to the furtherance of the powers and purposes herein mentioned.

(c) To exercise any power and authority and to engage in any business activity which may be done by a profit corporation organized and existing under and by virtue of Chapter 607, Florida Statutes, it being the intent that this

corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of the capital stock which this corporation shall be authorized to have outstanding at any time is FIVE HUNDRED (500) shares at \$1.00 par value.

ARTICLE IV.

The amount of the capital with which this corporation shall begin business is not less than FIVE HUNDRED and no/100 DOLLARS (\$500.00).

ARTICLE V.

The existence of this corporation shall be perpetual.

ARTICLE VI.

The street address of the initial registered office of this corporation 436 Lakeview Drive, #204, Weston, Florida 33327, and the name of the initial registered agent of this corporation at that address is ASIF MANSOOR.

ARTICLE VII.

This corporation shall have three Directors 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. The name and address of the initial Directors of this corporation is:

Asif Mansoor - 50 Shares  
436 Lakeview Drive, #204  
Weston, Florida 33327

Alicia Mattison - 50 Shares  
13600 NW 4th Street, #103  
Pembroke Pines, FL 33028

ARTICLE VIII.

The names and post office addresses of the officer who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, and the office they shall hold, are as follows:

President: ASIF MANSOOR  
436 Lakeview Drive, #204  
Weston, Fl 33327

Secretary/Treas: ALICIA MATTISON  
13600 NW 4TH STREET  
Pembroke Pines, FL 33028

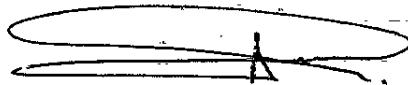
ARTICLE IX.

The name and post office address of the subscribers of these Articles of Incorporation and a statement of the number of shares of stock which they agree to take are as follows:

Asif Mansoor 50 Shares  
436 Lakeview Drive  
Weston, Florida 33327

Alicia Mattison 50 Shares  
13600 NW 4th Street  
Pembroke Pines, Fl 33028

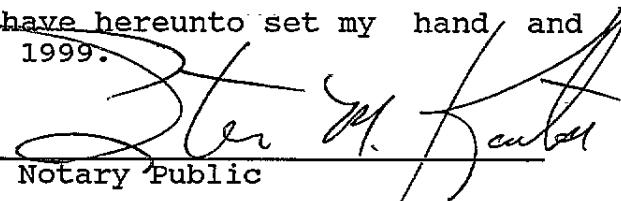
IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 18th day of March, 1999.

  
ASIF MANSOOR

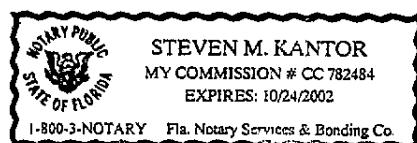
STATE OF FLORIDA )  
                      )  
                      ) SS.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared ASIF MANSOOR to me well-known to be the persons described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18 day of March, 1999.

  
Notary Public

My commission Expires:



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

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes,  
the following is submitted:

That U.S. Sales Corporation desiring to organize or qualify  
under the laws of the State of Florida, with its  
principal place of business at 436 Lakeview Drive, #204  
Weston, Florida 33327, has named ASIF MANSOOR located  
at the foregoing address, as its agent 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: March 18 1999.

  
\_\_\_\_\_  
Registered Agent