

P99000031081

LAW OFFICES

NICHOLAS F. TSAMOUTALES, P. A.

1900 PALM BAY ROAD, NORTHEAST

SUITE G

PALM BAY, FLORIDA 32905-7538

NICHOLAS F. TSAMOUTALES

DIANA TUAL

TELEPHONE (407) 727-1111

FACSIMILE (407) 727-1655

March 29, 1999

Secretary of State of Florida
Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

800002825798--0
--04/01/99--01012--008
*****70.00 *****70.00

RE: DYNAMIC SKIN, INC.

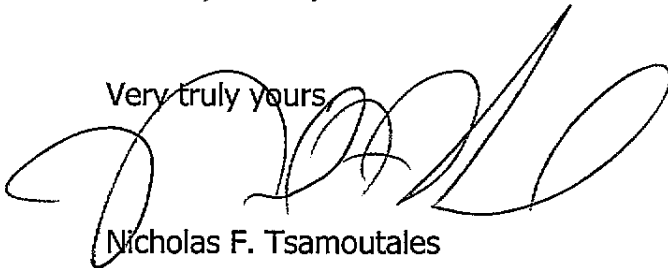
Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation for the captioned corporation. A check in the amount of \$70.00 for filing fee is also enclosed.

Please approve and file the original and return a copy of this office.

Thank you for your assistance in this matter.

Very truly yours,



Nicholas F. Tsamoutales

NFT/rn
Encls.

FILED
99 APR -1 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHARON

APR -5 1999

ARTICLES OF INCORPORATION
OF
DYNAMIC SKIN, INC.

FILED
99 APR -1 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber of these Articles of Incorporation, a natural person, competent to contract, forms a corporation under the laws of the State of Florida, and further agrees to the following conditions of said corporation.

ARTICLE I

NAME

The name of the corporation is: **DYNAMIC SKIN, INC.**

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing the date of the filing of these Articles.

ARTICLE III

PURPOSE

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

ARTICLE IV

AUTHORIZED STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock having a part value of one cent (\$.01) per share.

ARTICLE V

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI

INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3216 Park Place Court, Melbourne, Florida 32934, and the name of the initial registered agent of this corporation is Nicholas F. Tsamoutales, 1900 Palm Bay Road, NE, Suite G, Palm Bay, FL 32905.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial Director of this corporation is:

ROSE M. EKINCI

3216 Park Place Court
Melbourne, FL 32934

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ROSE M. EKINCI

3216 Park Place Court
Melbourne, FL 32934

ARTICLE IX

OFFICERS

The sole officer of this corporation shall be a President, and such others as may be provided for in the By-Laws. The name of the person who is to initially serve as such officer is:

ROSE M. EKINCI, President.

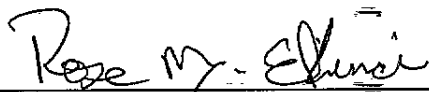
The officers shall be elected at the annual meeting of the Board of Directors, or as provided by the By-Laws.

ARTICLE X

MANAGEMENT OF THE CORPORATION
BY THE SHAREHOLDERS

All management powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under, the director of the shareholders of this corporation.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has executed these Articles of Incorporation this 29 day of March, 1999.



ROSE M. EKINCI

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 29th day of March, 1999, by ROSE M. EKINCI, who is personally known to me or who has produced _____ as identification.

Ruth A. Napier
Ruth A. Napier, NOTARY PUBLIC



Ruth A. Napier
Commission # CC 781680
Expires OCT. 30, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Commission Expires: 10/30/02

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in Article VI of these Articles of Incorporation, 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.

NICHOLAS F. TSAMOUTALES
1900 Palm Bay Road, NE, Suite G
Palm Bay, FL 32905
(407) 727-1111

Date: 3-29-99

FILED
99 APR -1 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA