

**KASS, SHULER, SOLOMON, SPECTOR
FOYLE & SINGER, P.A.**

Attorneys at Law

Centre Square

1505 N. Florida Avenue

TAMPA, FLORIDA 33602

(813) 229-0900 ext. 1302

Telecopier (813) 229-3323

In reply address firm at
P.O. Box 800
Tampa, Florida 33601

Web Site: www.kasslaw.com

Stephen A. Bennett
Robert M. Coplen
Temple H. Drummond
Benjamin Felder
Larry M. Foyle
Michael Kass
Kristina L. Maliga
Richard S. McIver
Jeffrey J. Mouch
Thomas K. Sciarrino, Jr.
James M. Shuler
Gilbert M. Singer
Larry E. Solomon
Neil C. Spector
Ronald H. Trybus

E-Mail: bfelder@kasslaw.com

P99000070271

400002947524--7
-08/02/99--01099--022
*******87.50 *****87.50**

July 30, 1999

Secretary of State
Division of Corporations
Attn: New Filings
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for a New Company

To Whom It May Concern:

Attached please find executed Articles of Incorporation for Personal Enhancement, Inc., along with a check for the filing fee in the amount of \$87.50.

It is my understanding that the filing fee is \$70.00, with an additional \$8.75 for a certified copy and \$8.75 for a certificate of good standing.

Should these articles meet with your approval, I have enclosed a self-addressed stamped envelope for their return to our office.

If you should have any questions, please contact Bobbe at 813-229-0900, extension 1314.

Your prompt attention to this filing is appreciated.

Sincerely yours,

Benjamin Felder
Benjamin Felder

FILED
99 AUG -2 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 8/9/99

ARTICLES OF INCORPORATION

FOR

PERSONAL ENHANCEMENT, INC.

99 AUG -2 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is:

PERSONAL ENHANCEMENT, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

5265 East Bay Drive, #913
Clearwater, Florida 33764

ARTICLE III - OFFICER

The name and address of the initial officer(s) is:

Roberta A. Holland-Rawski P/S/T 5265 East Bay Dr. #913
Clearwater, FL 33764

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is:

Roberta A. Holland-Rawski 5265 East Bay Dr. #913
Clearwater, FL 33764

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is:

Roberta A. Holland-Rawski 5265 East Bay Dr. #913
Clearwater, FL 33764

The undersigned incorporator has executed these Articles of Incorporation this 30th day of July, 1999.

Roberta A. Holland-Rawski
Roberta A. Holland-Rawski

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 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.

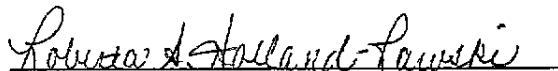
The name of the corporation is:

PERSONAL ENHANCEMENT, INC.

The name and address of the registered agent is:

Roberta A. Holland-Rawski 5265 East Bay Dr. #913
Clearwater, FL 33764

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligation of my position.


Roberta A. Holland-Rawski
Signature of Registered Agent

99 AUG -2 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED