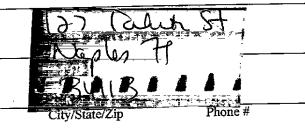
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Examiner's Initials

CR2E031(7/97)

ARTICLES OF INCORPORATION OF LINDA PENZABENE, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopt the following articles of incorporations:

ARTICLE	-
<u>NAME</u>	99 0 ALLAI
The name of the corporation is Linda Penzabene,	Inc.
ARTICLE	
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The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation is formed to provide aesthetic services and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

<u>ARTICLE</u> IV

CAPITAL STOCK

The aggregate number of shares, which the corporation has authority to issue, is 500 all of which shall be common shares with a par value of \$1.00.

ARTICLE V

PRINCIPAL OFFICE, REGISTERED OFFICE & MAILING ADDRESS ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The principal place of business, registered office and mailing address of the corporation is 181 20th Avenue North, St. Petersburg, Florida 33704. The name of the initial registered agent at the above address is Linda Penzabene and the registered offices' phone number is: 727 894-2642.

ARTICLE VI

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VII

INCORPORATORS, SUBSCRIBERS, STOCKHOLDERS AND OFFICERS

The initial subscribers, stockholders and officers are:

Linda Penzabene President, Secretary

ARTICLE VIII

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence when these Articles are filed with the Office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this day of day of	1999.
Join Tenzbore file and	
Linda Penzàbene	
President, Secretary	

On this A day of Septembel 1999, before me personally appeared Linda Reproduce Drivers License # personal Common to me to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purpose therein contained.

IN WITNESS WHERE OF, I hereunto set my hand and official seal.

Notary Public

My Commission Expires:



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0801 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGAINIZED 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 Linda Penzabene, Inc. The name and address of the registered agent and office is:

> Linda Penzabene 181 20th Avenue North St. Petersburg, Florida 33704 727 894-2642

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

Linda Penzabene

position as registered agent.