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AGF & ASSOCIATES  
619 N. DIXIE HIGHWAY  
LAKE WORTH, FL 33460  
561-582-5129  
FAX533-5959

5-10, 2001

Secretary of State  
Corporation Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

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-05/14/01--01126--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Please send the enclosed original and copy of Articles of Incorporation for:

*Cuts Plus, Inc.*

Enclosed please find a check in the amount of \$70.00 to cover the filing fees of \$35.00 and Registered Agent designation fees of \$35.00.

If there are any questions please contact me at the above number.

Thank you for your assistance.

Sincerely,

*D. McVay*  
Douglas McVay,  
President

DM/mm

FILED  
01 MAY 14 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*g/s/21*

**ARTICLES OF INCORPORATION**

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing the formation, liability, right, privileges and immunities of corporations of profit.

**ARTICLE I NAME**

The name of this corporation shall be as follows:

CUTS PLUS, INC.

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III CAPITAL STOCK**

The maximum number of share of stock that this corporation is authorized to have outstanding any time is five hunderd (500) sharés of common stock, of one dollar (\$1.00) par value.

**ARTICLE IV INITIAL CAPITAL**

The amount of capital with which this corporation will begin business will not be less than one hundred (\$100.00) dollars.

**ARTICLE V TERM OF EXISTENCE**

This corporation is to have perpetual existence.

**ARTICLE VI ADDRESS**

The initial street address in the State of Florida of the principal office and office of Board of Directors and incroporators shall be as follows:

5505 NORTH OCEAN BLVD. #2-202  
OCEAN RIDGE, FL 33435

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

**ARTICLE VII INITIAL BOARD OF DIRECTORS**

This corporation shall have one director(s) initially. The number of Directors may be either increased or decreased by the by-laws adopted by the shareholders but shall never be less than one. The name of the initial Director(s) of the Corporation are:

JAMES GRAHAM

FILED  
01 MAY 14 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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01 MAY 14 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VIII INCORPORATOR**

The name(s) and address(es) of the Incorporators:

JAMES GRAHAM  
5505 NORTH OCEAN BLVD. #2-202  
OCEAN RIDGE, FL 33435

**ARTICLE IX BY-LAWS**

The power to adopt, alter, amend, or repeal any provisions contained in these Articles of Incorporation, or any amendments to them, and any right conferred upon the shareholder is subject to this reservation.

**ARTICLE X AMMENDMENTS**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments to them, and any right conferred upon the shareholder is subject to this reservation.

**ARTICLE XI SUB CHAPTER S CORPORATION**

This corporation may elect to become a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

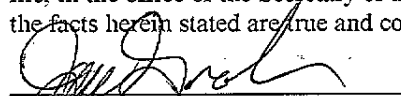
**ARTICLE XII REGISTERED AGENT AND OFFICE**

The Registered Agent, as listed below with address, hereby accepts said designation by signature below

JAMES GRAHAM  
5505 NORTH OCEAN BLVD. #2-202  
OCEAN RIDGE, FL 33435



THE UNDERSIGNED, as subscribing incorporator, have hereinto set our hand and seal on May 09, 2001 for the purpose of forming this Corporation under the laws of the State of Florida, and heredo make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true and correct.

  
\_\_\_\_\_  
JAMES GRAHAM