

DEC. 18. 2007 11:56AM

C S C

NO. 906 P. 1/5

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000301639 3)))



H070003016393ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

TRM #2940

RECEIVED

2007 DEC 18 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**MERGER OR SHARE EXCHANGE****BEAUTY ALLIANCE INC.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

*Q 12/19*SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 DEC 18 PM 2:29

FILED

Electronic Filing Menu

Corporate Filing Menu

DEC. 18. 2007 11:57AM

C S C

NO. 906 P. 2/5

ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
Beauty Alliance Inc.	Nevada	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (if known/ applicable)
Ace Beauty Co.	Florida	

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 12 / 31 / 07 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on December , 2007

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on December , 2007

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

FILED
 2007 DEC 18 PM 2:29
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

DEC. 18. 2007 11:57AM

C S C

NO. 906 P. 3/5

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or Director

Typed or Printed Name of Individual & Title

Beauty Alliance Inc.

Acc Beauty Co.

John D. Sullivan, Senior Vice President

John D. Sullivan, Senior Vice President

FILED
2007 DEC 18 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC. 18. 2007 11:57AM C S C

NO. 906 P. 4/5

PLAN OF MERGER (Non Subsidiaries)

DEC. 18. 2007 11:58AM C S C

NO. 906 P. 5/5

1. The present Articles of Incorporation of the Surviving Corporation shall constitute the Articles of Incorporation of said Surviving Corporation and shall continue to be in full force and effect until altered or amended under the authority of the laws of the State of Nevada.
2. The members constituting the Board of Directors of the Surviving Corporation upon the effective date of the merger herein provided for and the officers in office of said corporation upon said effective date shall continue to hold their respective directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated.
3. Upon the effective date of the merger, each share of the Merging Corporation shall be terminated and extinguished. The shares of the Surviving Corporation shall not be converted, but each said share which is issued as of the effective date of the merger shall continue to represent one issued share of the Surviving Corporation.
4. The Plan of Merger herein made and entered into shall be submitted to the shareholders entitled to vote and the Board of Directors of the Merging Corporation for their adoption or rejection in the manner prescribed by the laws of the State of Florida and to the shareholders and Board of Directors of the Surviving Corporation for their adoption or rejection in the manner prescribed by the laws of the State of Nevada.
5. In the event that this Plan of Merger shall have been adopted by the shareholders entitled to vote and the Board of Directors of the Merging Corporation in accordance with the provisions of the laws of the State of Florida and shall have been adopted by the shareholders entitled to vote and the Board of Directors of the Surviving Corporation in accordance with the provisions of the laws of the State of Nevada, the Merging Corporation and the Surviving Corporation agree that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Florida and of the State of Nevada, and that they will cause to be performed all necessary acts within the respective states and elsewhere to effectuate the merger.
6. The Board of Directors, members or the Board of Managers (as the case may be), and the proper officers of the constituent entities are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan or of the merger herein provided for.
7. The merger shall be effective as of the close of business on December 31, 2007.

FILED

2007 DEC 18 PM 2:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA