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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

FOREIGN PROFIT/NONPROFIT CORPORATION

Sally Beauty Holdings, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Sally Beauty Holdings, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 36-2257936

(FEI number, if applicable)

4. 06/16/2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. 01/09/2007

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3001 Colorado Blvd, Denton, TEXAS 76210

(Principal office address)

same

(Current mailing address)

8. SEE ATTACHMENT

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By: 

(Registered agent's signature)

Michael E. Jones

Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS SEE ATTACHMENT

Chairman: James Berges

Address: 375 Park Avenue, 18th floor

New York, NY 10152

Vice Chairman: _____

Address: _____

Director: John Miller

Address: 2101 Claire Ct.

Glenview, IL 60025

Director: Richard J. Schnell

Address: 375 Park Avenue, 18th floor

New York, NY 10152

B. OFFICERS SEE ATTACHMENT

President: Gary Winterhalter

Address: 3001 Colorado Blvd.

Denton, TEXAS 76210

Vice President: Mark Faulkner

Address: 3001 Colorado Blvd.

Denton, TEXAS 76210

Secretary: Raal Roos

Address: 3001 Colorado Blvd., Denton, TEXAS 76210

Treasurer: Gary Robinson

Address: 3001 Colorado Blvd., Denton, TEXAS 76210

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Raal Roos, Secretary

(Typed or printed name and capacity of person signing application)

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**Attachment to Florida
Purpose Clause**

The nature of the business of the Corporation and its purpose is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

Officers & Directors

- 1 Full Name: W. Richard Dowd
Officer/Director: Officer
Officer's Title: Sr. VP, Distribution & CIO
Director's Title:
Business Address: 3001 Colorado Blvd.
City: Denton
State: TEXAS
ZIP Code: 76210
- 2 Full Name: Matthew Haltom
Officer/Director: Officer
Officer's Title: Assistant Secretary
Director's Title:
Business Address: 3001 Colorado Blvd.
City: Denton
State: TEXAS
ZIP Code: 76210
- 3 Full Name: Daniel J. Connors
Officer/Director: Officer
Officer's Title: Sr. V.P. of Business Development & Strategic Planning
Director's Title:
Business Address: 3001 Colorado Blvd.
City: Denton
State: TEXAS
ZIP Code: 76210
- 4 Full Name: Sandy J. Martin
Officer/Director: Officer
Officer's Title: Vice President of Investor Relations
Director's Title:
Business Address: 3001 Colorado Blvd.

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TALLAHASSEE, FLORIDA

- City: Denton

State: TEXAS

ZIP Code: 76210

5 Full Name: Kevin Oldham

Officer/Director: Officer

Officer's Title: Vice President of Tax & Assistant Treasurer

Director's Title:

Business Address: 3001 Colorado Blvd.

City: Denton

State: TEXAS

ZIP Code: 76210
- 6 Full Name: Gary Winterhalter

Officer/Director: Director

Officer's Title:

Director's Title: Director

Business Address: 3001 Colorado Blvd.

City: Denton

State: TEXAS

ZIP Code: 76210
- 7 Full Name: Donald J. Gogel

Officer/Director: Director

Officer's Title:

Director's Title: Other Director

Business Address: 375 Park Avenue, 18th floor

City: New York

State: NY

ZIP Code: 10152
- 8 Full Name: Bob McMaster

Officer/Director: Director

Officer's Title:

Director's Title: Other Director

Business Address: 2695 Sandover Rd.

City: Columbus

State: OH

ZIP Code: 43220

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TALLAHASSEE, FLORIDA

- 9 Full Name: Ed Rabin
Officer/Director: Director
Officer's Title:
Director's Title: Other Director
Business Address: 179 E. Lake Shore Drive # 102
City: Chicago
State: IL
ZIP Code: 60611
- 10 Full Name: Walter Metcalfe
Officer/Director: Director
Officer's Title:
Director's Title: Other Director
Business Address: 211 N. Broadway, Suite 3600
City: St. Louis
State: MO
ZIP Code: 63102
- 11 Full Name: Kathy Affeldt
Officer/Director: Director
Officer's Title:
Director's Title: Other Director
Business Address: 164 S. Shore Dr. # 503
City: Hilton Head
State: SC
ZIP Code: 29928
- 12 Full Name: Marshall Eisenberg
Officer/Director: Director
Officer's Title:
Director's Title: Other Director
Business Address: 2 North La Salle
City: Chicago
State: IL
ZIP Code: 60602
- 13 Full Name: Martha Miller de Lombera
Officer/Director: Director
Officer's Title:

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TALLAHASSEE, FLORIDA

Director's Title:
 Business Address:
 City:
 State:
 ZIP Code:
 14 Full Name:
 Officer/Director:
 Officer's Title:
 Director's Title:
 Business Address:
 City:
 State:
 ZIP Code:

Other Director
 Lorenzo de la Hildaiga 416 B-12
 Bosque de Santa FE San Mateo Tlatitenango
 MEXIC
 05600 D.F.
 Ed Rabin
 Director

Other Director
 179 E. Lake Shire Drive # 102
 Chicago
 IL
 60611

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Delaware

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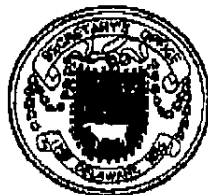
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SALLY BEAUTY HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JANUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5346916
DATE: 01-11-07