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Florida Department of State
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From:

Account Name : RUDNICK & WOLFE
Account Number : 076424002364
Phone : (813) 229-2111
Fax Number : (813) 229-1447

FOREIGN PROFIT QUALIFICATION

First Choice Haircutters (U.S.) Inc.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

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**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. First Choice Haircutters (U.S.) Inc.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. December 20, 1982
(Date of Incorporation)
4. Perpetual
(Duration)
5. _____
(Federal Employer Identification number, if applicable)
6. June 1998
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 6465 Millcreek Drive, Suite 210, Mississauga, Ontario, Canada L5N 5R6
(Principal office and mailing address)
8. Any and all lawful business
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Names and addresses of officers and/or directors:
 - A. Directors:

CEO
Chairman: ALLEN B. COWAN
Address: 24 Raymar Place
Oakville, Ontario

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

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Prepared by: David A. Beyer
Florida Bar No. 0349844
RUDNICK & WOLFE
101 East Kennedy Blvd., Ste. 2000
Tampa, Florida 33602
(813) 229-2111

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Director: _____
Address: _____

B. Officers:

President: ALLEN B. COWAN
Address: 24 Raymar Place
Oakville, Ontario

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: David A. Beyer
Office Address: c/o Rudnick & Wolfe, 101 E. Kennedy Boulevard, Suite 2000
Tampa, Florida 33602
(Zip Code)

11. 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.

Registered agent's signature: David A. Beyer

12. 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.

[Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of this application)

14. ALLEN B. COWAN (President)
(Name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FIRST CHOICE HAIRCUTTERS (U.S.), 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 TWENTY-THIRD DAY OF OCTOBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

9368963

DATE:

10-23-98

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