

ANTHONY M. NARDOTTI

Attorney at Law

P.O. Box 3676 • Boynton Beach, Florida 33424

Phone (561) 736-9316 • Fax (561) 737-8999

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February 16, 2000

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*****78.75 *****78.75

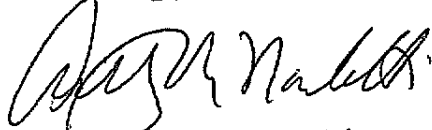
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed in duplicate are Articles of Incorporation for Salon 33, Inc. Also enclosed is a check for \$78.75 which represents the costs of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation.

Please return the certified articles to me at the address stated above. If you have any questions, please call me at (561) 736-9316. Thank you for your cooperation.

Sincerely,



Anthony M. Nardotti

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00FEB17 AM11:30

B. McKnight FEB 22 2000

ARTICLES OF INCORPORATION
OF
SALON 33, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 AM 11:30

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SALON 33, INC.

The principal place of business of this corporation shall be:

7400 N. Federal Highway
Suite C-3
Boca Raton, FL 33487

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock at \$1.00 par value. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

The term for which this corporation shall exist shall be perpetual.

ARTICLE V

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VI

The initial registered agent for this corporation is ANTHONY M. NARDOTTI and the initial registered office is located at 3389 A West Woolbright Road, Boynton Beach, Florida 33436.

ARTICLE VII

This corporation shall have one director initially. The name and street address of the initial member of the Board of Directors is:

LUCRECIA SNYDER

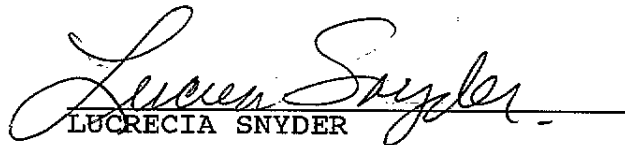
7400 North Federal Highway
Suite C-3
Boca Raton, FL 33487

ARTICLE VIII

The name and street address of the incorporator to these
Articles of Incorporation is:

LUCRECIA SNYDER 7400 North Federal Highway
Suite C-3
Boca Raton, FL 33487

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this ____ day of February, 2000.


LUCRECIA SNYDER

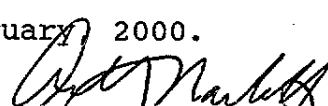
STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly
authorized in the State and County aforesaid, to take acknowledgements
and administer oaths, personally appeared LUCRECIA SNYDER, who is well
known to me or who produced N/A as identification,
and who signed the foregoing and who did/did not swear and acknowledge
under oath that she executed the same as her free act and deed for the
purposes set forth therein.

WITNESS my hand and official seal in the State and County last
aforesaid this 16 day of February 2000.

(SEAL)




NOTARY PUBLIC
Print: Anthony Nardotti
Commission No.: CC 707404
Commission Expires: 2-7-02

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.



ANTHONY M. NARDOTTI

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 AM 11:30