

P00000033584

1010 Oviedo Market Place Blvd.
Oviedo, Florida 32765
(407) 359-5353

March 01, 2000

Florida Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

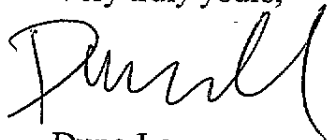
800003188738--5
-03/29/00--01066--014
****122.50 *****78.75

Dear Sir or Madam:

Enclosed for filing are two copies of Articles of Incorporation for Elite Nails, Inc., a Florida corporation, along with the check in the amount of \$122.50 to cover the cost of filing these Articles.

Please return one certified copy to the undersigned. If there are any questions, please contact me immediately. Thank you.

Very truly yours,



Dung Le
AF/mw
Enclosures

00 MAR 29 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
ELITE NAILS, INC.**

The undersigned, for the purpose of forming a corporation for profit under the law of Florida, adopts the following Articles of Incorporation.

Article I

Name: The name of the corporation is Elite Nails, Inc.

Article II

Duration: This corporation shall exist perpetually.

Article III

Purposes: This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

Article IV

Capital Stock: The maximum shares of stock which this corporation is authorized to have outstanding at anyone time are 10,000 shares of common stock having par value of \$10.00 and 100 shares of stock preferred as to dividends having a par value of \$100.00 per share.

Article V

Principal Place of Business: The address of the principal place of business of the corporation is:
1010 Oviedo Market Place Blvd.
Oviedo, FL 32765

FILED
00 MAR 29 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VI

Initial Registered Office & Agent: The street address of the initial registered office of this corporation is 1010 Oviedo Market Place Blvd., Oviedo, FL 32765, and the name of the initial registered agent of this corporation at that address is Dung Le.

Article VII

Directors: Section 6.1 Number. This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and the street address of the initial director of the corporation are:

<u>Name</u>	<u>Address</u>
Dung Le	1010 Oviedo Market Place Blvd. Oviedo, FL 32765

Article VIII

Incorporators: The name and the street address of the incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Dung Le	1010 Oviedo Market Place Blvd. Oviedo, FL 32765

Article IX

Amendment: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator have executed these articles of
Incorporation this 15th day of March, 2000


Dung Le
Dung Le

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 15th day of
March, 2000

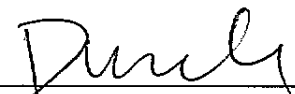
Allison Kellie Baker
Notary Public, State of Florida
My Commission Expires: _____

 Allison Kellie Baker
My Commission CC821130
Expires March 28, 2003

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTER AGENT AND STREET ADDRESS FOR THE SERVICE OF
PROCESS**

In compliance with the Florida Statutes Section 48.091, 607.034, the following is submitted:

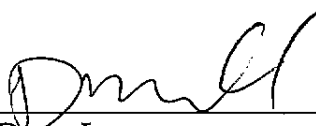
Elite Nails, Inc., desiring to organize or qualify under the laws of the State of Florida hereby Dung Le designates as its registered agent to accept service in process within the State of Florida and the address of its registered office shall be 1010 Oviedo Market Place Blvd., Oviedo, Florida 32765.



Dung Le

Date: 3-15-00

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



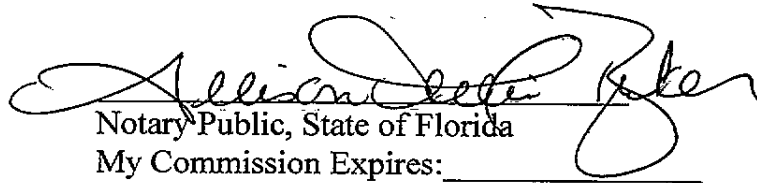
Dung Le

Date: 3-15-00

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 15th day of March, 2000.


Notary Public, State of Florida
My Commission Expires: _____



Allison Kellie Baker
My Commission CC821130
Expires March 28, 2003

**DIRECTORS' ORGANIZATIONAL CONSENT WITHOUT A MEETING
OF
ELITE NAILS, INC.**

Pursuant to Florida Statutes Section 607.134, the undersigned, being the only member of the Board of Directors of Elite Nails, Inc., a Florida Corporation, adopt the following resolutions and consent to the taking of the following actions:

RESOLVED, that the certified copy of the Certificate of Incorporation of this corporation issued by the Department of State of Florida shall be inserted in the minute book of the corporation following this consent.

RESOLVED, that the form of the bylaws submitted to the Board of Directors, are adopted as the Bylaws of this Corporation and that copy shall be inserted in the minute book of the corporation following this consent.

RESOLVED, that the form of stock certificates presented to the Board of Directors is adopted as the official form of stock certificate of this Corporation, and that a copy thereof shall be inserted in the minute book of the corporation following this consent.

RESOLVED, that the seal impressed upon the margin thereof is adopted as the official seal of the corporation.

RESOLVED, that the following persons are elected to the following offices:

President:	Dung Le
Vice President:	Dung Le
Secretary /Treasure:	Dung Le

RESOLVED, that the Corporation will offer, sell and issue 100 shares of its common stock, par value of \$10.00, payable in money, property or other lawful considerations to:

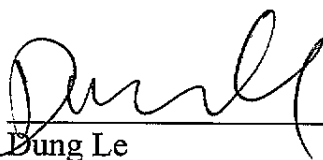
Dung Le	100 shares
---------	------------

RESOLVED, that the banking resolutions in the form presented to the Directors are adopted, and that copy shall be inserted in the minute book of the Corporation following this consent.

RESOLVED, that the secretary will execute a certificate certifying that the documents inserted in the minute book following this consent and before said certificate are the documents described in this consent as presented or submitted to the Directors; and said certificate shall be inserted following said documents.

IN WITNESS WHEREOF, the undersigned have executed this Consent as of the 15th day of March, 2000.

Directors:


Dung Le

FILED
00 MAR 29 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA