



Law Offices

LINSKY & REIBER

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FILED
APR 10 PM 3:50
TALLAHASSEE FLORIDA

April 5, 2000

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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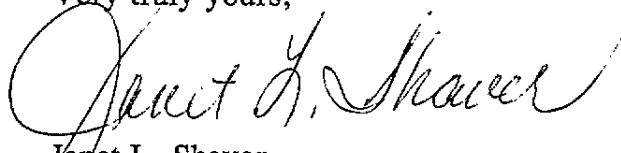
Re: Salon Escape, Inc.

Dear Sir or Madam:

Enclosed are the articles of incorporation for Salon Escape, Inc..together with a check for \$70.00 for filing and appointment of registered agent.

If you have any questions concerning this document, please do not hesitate to contact me. Thank you.

Very truly yours,


Janet L. Shaver,
Legal Assistant

jls
Enclosures

S. Thompson APR 17 2000

ARTICLES OF INCORPORATION

of

SALON ESCAPE INC.

FILED
00 APR 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The following Articles of Incorporation are adopted by the undersigned, for the purpose of forming a corporation under the provisions of the laws and statutes of the State of Florida:

ARTICLE I

(NAME)

The name of the corporation is:

SALON ESCAPE, INC.

ARTICLE II

(INITIAL PRINCIPAL OFFICE)

The initial principal office and mailing address of the corporation is 3626 S. Manhattan, Tampa, Florida 33629.

ARTICLE III

(DURATION)

This corporation shall have a perpetual existence.

ARTICLE IV

(PURPOSE)

The purposes for which this corporation is organized are:

To transact any and all other lawful business in which corporations may engage under the laws of the State of Florida.

ARTICLE V

(CAPITAL STOCK)

The corporation is authorized to issue 9000 shares of stock having a par value of \$1.00 per share.

All shares of stock shall be designated as common shares. The stock may be issued in fractioned shares and may be canceled and reissued at any time in whole or in part in compliance with the By-laws of the Corporation. The Corporation's stock shall be paid for in cash, services, or property, in such other manner as the Corporation's Board of Directors may approve.

ARTICLE VI

(DIVIDENDS)

The holders of the common stock of the corporation shall be entitled to receive dividends from time to time when and as declared by the Corporation's Board of Directors. Dividends may only be paid either from the corporation's net earnings or from the Corporation's surplus assets, including capital, over liabilities. Dividends may be payable either in cash, property, or shares of the common stock of the corporation, as determined by the Corporation's Board of Directors.

ARTICLE VII

DIRECTORS

The Board of Directors of the corporation shall consist of three (3) members whose names and mailing addresses are:

Christie L. O'Malley
3626 S. Manhattan
Tampa, Florida 33629

Amanda R. Fargo
3626 S. Manhattan
Tampa, Florida 33629

William K. Hamlin
3626 S. Manhattan
Tampa, Florida 33629

ARTICLE VIII

(INITIAL REGISTERED OFFICE AND AGENT)

The street address of the initial registered office of the corporation is 601 E. Twiggs Street, Suite 200, Tampa, Florida 33602. The name of the initial registered agent of the corporation at that address is Michael A. Linsky.

ARTICLE IX
(INCORPORATORS)

The name and post office address of the incorporator of these Articles of Incorporation is:

Michael A. Linsky
601 East Twiggs Street, Suite 200
Tampa, Florida 33602

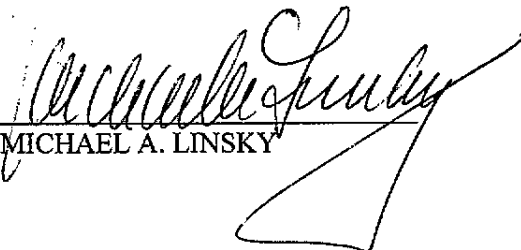
ARTICLE X
AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI
(BY-LAWS)

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes stated this 3rd day of April, 2000.


MICHAEL A. LINSKY

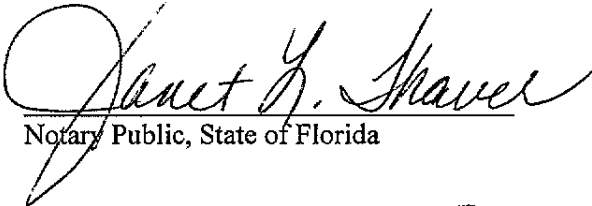
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

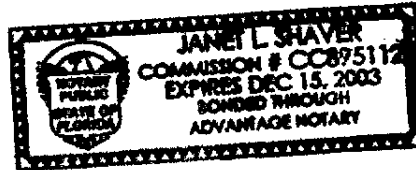
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take

acknowledgments, personally appeared, MICHAEL A. LINSKY as incorporator, who has furnished
PERSONALLY KNOWN as identification, who executed the foregoing Articles of Incorporation.

WITNESS MY HAND and official seal at Tampa, Hillsborough County, Florida this 3 day of
April, 2000.

My Commission Expires:


Notary Public, State of Florida



**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED**

FILED
00 APR 10 PM 3:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

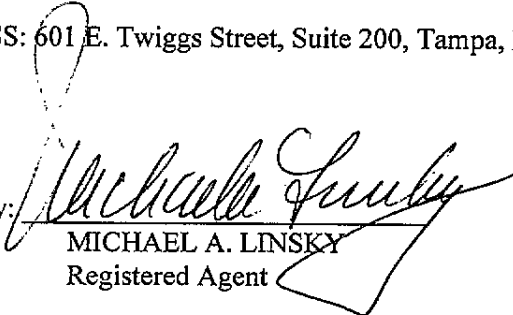
The following is submitted in compliance with Section 48.091, of the Florida Statutes:

1. SALON ESCAPE, INC., desires to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Tampa, Hillsborough County, Florida, and names MICHAEL A. LINSKY as its agent to accept service of process within the state of Florida.

2. Having been named to accept service of process for SALON ESCAPE, INC., at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping the Corporation's principal office open.

3. REGISTERED OFFICE ADDRESS: 601 E. Twiggs Street, Suite 200, Tampa, Florida 33602.

By:


MICHAEL A. LINSKY
Registered Agent