

P00000050871

May 16th, 2000

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of NAILS+FACES+TANS BEACHSIDE, INC.

Dear Sir: 800003257918--9
-05/18/00--01110--011

Enclosed please find the following:

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

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (407) 729-6399

Thank you for your assistance in this matter.

Sincerely,

Mitzi D. Chandler-Harrell
MITZI D. CHANDLER-HARRELL

FILED
00 MAY 18 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JS/24

FILED

00 MAY 18 AM 9:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NAILS+FACES+TANS BEACHSIDE, INC.

ARTICLE I. NAME

The name of this corporation is

NAILS+FACES+TANS BEACHSIDE, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 101 Anona Pl., Indian Harbour Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is MITZI D. CHANDLER-HARRELL.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

MITZI D. CHANDLER-HARRELL
101 Anona Pl.
Indian Harbour Beach, FL 32937

ALAN J. HARRELL
101 Anona Pl.
Indian Harbour Beach, FL 32937

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 728 E. Eau Gallie Blvd., Indian Harbour Beach, Florida 32937, and the mailing address of the corporation is 101 Anona Pl., Indian Harbour Beach, FL 32937.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

MITZI D. CHANDLER-HARRELL
101 Anona Pl.
Indian Harbour Beach, FL 32937

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 16th day of May, 2000.

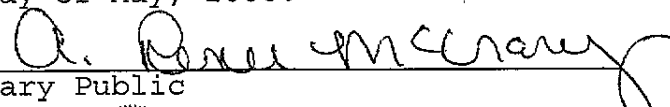
FL10L


MITZI D. CHANDLER-HARRELL

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MITZI D. CHANDLER-HARRELL to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th day of May, 2000.


Notary Public



A. Renee McCrary
MY COMMISSION # C0657294 EXPIRES
June 19, 2001
BONDED THRU TROY PAI INSURANCE, INC.

FILED

00 MAY 18 AM 9:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

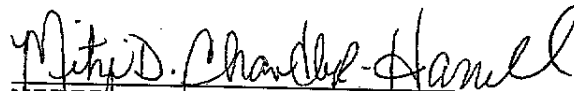
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 60.34
Florida Statutes, the following is submitted:

That NAILS+FACES+TANS BEACHSIDE, INC., desiring to
organize under Statutes of the State of Florida, with its
principal office at 728 E. Eau Gallie Blvd., Indian Harbour
Beach, Florida 32937, has named MITZI D. CHANDLER-HARRELL,
located at 101 Anona Pl., Indian Harbour Beach, Florida
32937, as its agent to accept service of process within this
state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


MITZI D. CHANDLER-HARRELL
Registered Agent