CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

_Will Pick Up

Walk-In

Art of Inc. File_ LTD Partnership File___ Foreign Corp. File____ L.C. File_ Fictitious Name File_ Trade/Service Mark Merger File_ Art. of Amend. File RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing_ Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search_ Fictitious Owner Search Signature 1 Vehicle Search Driving Record_ UCC 1 or 3 File_ Requested by: UCC 11 Search UCC 11 Retrieva PMITH MAY 2 5 2000 Name Date

Courier_



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 23, 2000

STEVEN L. APPLEBAUM, ESQ. P.O. BOX 9454 PANAMA CITY BEACH, FL 32417

SUBJECT: ILLUSIONS, INC. Ref. Number: W00000013315

We have received your document for ILLUSIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Shannon Thompson Document Specialist

Letter Number: 700A00029280

Articles of Incorporation of Illusions Gallery and Salon, Inc.

Article I. Corporate Name and Initial Corporate Address

The name of this corporation is **Illusions Gallery and Salon, Inc.**, and the initial corporate address is 229 Harrison Avenue, Panama City, Florida 32401.

Article II. Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, having no par value.

Article IV. Term of Existence

This corporation shall have perpetual existence commencing upon filing of the articles.

Article V. Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Steven L. Applebaum 9108 Front Beach Road Panama City Beach, Florida 32407

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VI. Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

Article VII. Initial Directors

The names of the initial directors of this corporation and their addresses are:

Michael Randolph Adams 229 Harrison Avenue Panama City, Florida 32401 Emily J. Walder 229 Harrison Avenue Panama City, Florida 32401 The person named as initial director shall hold office for the first year of existence of this corporation or until successors are elected or appointed and have qualified, whichever occurs first.

Article VIII. Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Steven L. Applebaum 9108 Front Beach Road Panama City Beach, Florida 32408

Article IX. 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 thereof at the price at which it is offered to others.

In Witness Whereof, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 24 day of May, 2000.

Steven L. Applebaum

State of Florida County of Bay

Before me, a Notary Public, personally appeared Steven L. Applebaum, who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the 34 day of May, 2000, [4] who was personally known to me; or [7] who produced as identification.

Patricia D. Moore
MY COMMISSION # CC917566 EXPIRES
Ap. Is. 5, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

State of Florida at Large

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.

Steven L. Applebaum

SECRETARY OF STATE