

PO0000089884

Ngoc Truong
8610 North Blossom Ave.
Tampa, Florida 33614

August 28, 2000

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-09/08/00--01080--003
****122.50 ****78.75

Secretary of State
Capitol Building
P.O. Box 6327
Tallahassee, Fl. 32314

Dear Sir:

Enclosed you will find the Articles of Incorporation in the name of Venus Hair Cafe, Inc. which I request to be filed. I am also enclosing a check in the amount of \$122.50 made out to the Secretary of State. This amount is broken down for a filing fee of \$35.00, a registration fee of \$35.00 and \$52.50 for a certified copy of the charter from your office.

I would appreciate your office processing this charter at your earliest convenience.

505-625

W00-22258

Ngoc Truong GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles I & II
DATE 9/21/00
DOC. EXAM g

Respectfully,

George G. Roman EA

00 SEP 21 AM 9:59

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

g 9/25/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 21 AM 9:59

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 12, 2000

NGOC TRUONG
8610 NORTH BLOSSOM AVENUE
TAMPA, FL 33614

SUBJECT: VENUS HAIR CARE
Ref. Number: W00000022258

We have received your document for VENUS HAIR CARE. However, the document has not been filed and is being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00048063

9/30/00
ARTICLES OF INCORPORATION

OF

VENUS HAIR CAFE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 21 AM 9:59

I, the undersigned hereby organize for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of corporations for profit.

ARTICLE I NAME

The name of the corporation shall be
VENUS HAIR CAFE, INC.

ARTICLE II DURATION

This corporation shall exist perpetually, commencing on the date of SEPTEMBER 30, 2000.

ARTICLE III PURPOSE

The corporation may emerge in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

ARTICLE IV CAPITAL STOCK

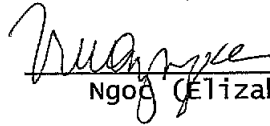
This corporation is authorized to issue 2 shares of \$100.00 par value common stock, which should be designated "Common Shares".

ARTICLE V CAPITAL

The amount of capital with which the corporation will begin business shall be \$50,000.00.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial/principal registered office of this corporation is 8610 North Blossom Ave., Tampa, Florida 33614. The name of the registered agent of this corporation at that address is Ngoc Truong. I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


Ngoc (Elizabeth) Truong

ARTICLE VII

This corporation shall have two directors, initially. The number of directors may be increased from time to time by a majority vote of the stockholders, but shall never be less than two.

ARTICLE VIII

The name and street address of the member of the first Board of Director is:

Ngoc Truong
8610 North Blossom Ave.
Tampa, Florida 33614

Hien Truong
8610 North Blossom Ave.
Tampa, Florida 33614

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 21 AM 9:53

ARTICLE IX INCORPORATORS

The name and address of the initial subscriber signing these articles is:

Ngoc Truong 8610 North Blossom Ave.
Tampa, Florida 33614

ARTICLE X BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person in the amounts set opposite his name:

Ngoc Truong	1 share
Hien Truong	1 share

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation. The price and terms at which, and the times within which such shares may be offered and sold, shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII ADOPTION OF BY-LAWS

A special meeting of the subscribers or their assigns shall be held upon the call of the President for the purpose of completing the organization of the corporation and the adoption of the by-laws and the transaction of such other business as may come before meeting.

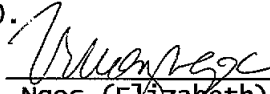
ARTICLE XIII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XIV TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed our seals to these Articles of Incorporation on this 28th day of August 2000.



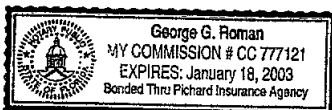
Ngoc (Elizabeth) Truong, Incorporator

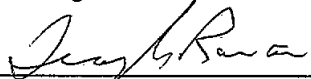
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Ngoc (Elizabeth) Truong who, being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledge before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 28th day of August 2000.





NOTARY PUBLIC, STATE OF FLORIDA
Notary name printed:
George G. Roman
Commission # CC777121