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Law Offices of  
Henry M. Andreasen, Jr., P.A.

12811 Kenwood Lane, Suite 113  
Fort Myers, Florida 33907

Telephone (941) 275-6997  
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October 17, 2000

Florida Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

300003429053--3  
-10/18/00--01088--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: HCGX of Fort Myers, Inc.

Dear Madam or Sir:

Enclosed for filing in the Division of Corporations are the following documents:

1. Articles of Incorporation for the referenced corporation.
2. Designation of Registered Agent for the referenced corporation.
3. One extra copy of Articles to be stamped and returned to my office.

Enclosed is my check in the amount of \$78.75 for the filing fee for the articles and designation of registered agent.

Thank you for your attention to this matter.

Yours truly,

*Henry M. Andreasen, Jr.*

Henry M. Andreasen, Jr.

HMA/

Enclosure

FILED  
00 OCT 18 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*gjc 10/19*

**ARTICLES OF INCORPORATION**

**OF**

**HCGX OF FORT MYERS, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following articles of incorporation:

**ARTICLE ONE**

**NAME**

The name of the corporation shall be HCGX OF FORT MYERS, INC..

**ARTICLE TWO**

**CORPORATE DURATION**

The corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

**ARTICLE THREE**

**PURPOSE OF CORPORATION**

The general purposes for which the corporation is organized are:

1. To engage in the business and operation of hair care and styling salons.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR**

**OFFICE**

The principal office of the corporation shall be located at 2206 Camby Court, Lehigh Acres, Florida 33971, and its mailing address shall be the same.

**ARTICLE FIVE**

**CAPITALIZATION**

**FILED**  
00 OCT 18 AM 8:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The aggregate number of shares which the corporation is authorized to issue is 100,000. The shares shall be of a single class, and shall have a par value of 01/100 Dollars (\$.01) per share.

#### **ARTICLE SIX**

#### **SHAREHOLDER'S PREEMPTIVE RIGHTS**

Each shareholder shall have the right to maintain their fixed percentage of ownership in the corporation by purchasing their proportionate share of any new stock issued by the corporation. Shares may be subject to other transfer restrictions, such as first rights of refusal, or options to purchase, as the corporation may subsequently impose.

#### **ARTICLE SEVEN**

#### **S CORPORATION ELECTION**

It is the intent of the Incorporator that the corporation qualify as an S corporation under Section 1361, of the Internal Revenue Code and that such actions be taken by the appropriate officers of the corporation to accomplish the compliance. The corporation shall continue its business operations as an S corporation until such time as the board of directors or shareholders of the corporation elect otherwise.

#### **ARTICLE EIGHT**

#### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 12811 Kenwood Lane, Suite 113, Fort Myers, Florida 33907, and the name of its initial registered agent at that address is Henry M. Andreasen, Jr.

#### **ARTICLE NINE**

#### **INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Paula F. Dahlman	2206 Camby Court, Lehigh Acres, FL 33971
Ronald L. Dahlman	2206 Camby Court, Lehigh Acres, FL 33971

ARTICLE TEN

**INCORPORATORS**

The name and address of each incorporator of the corporation is:

Name	Address
Paula F. Dahlman	2206 Camby Court, Lehigh Acres, FL 33971

ARTICLE ELEVEN

**INDEMNIFICATION**

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

ARTICLE TWELVE

**AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, by a majority vote of the board of directors, and any right conferred upon the shareholders of the corporation is subject to this reservation.

Executed by the undersigned at Fort Myers, Florida, on Oct. 16, 2000.

Paula F. Dahlman

Paula F. Dahlman, Incorporator

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 16 day of October, 2000, by Paula F. Dahlman who is personally known to me or who has produced FL DL # D455-663-39715-0 as identification.

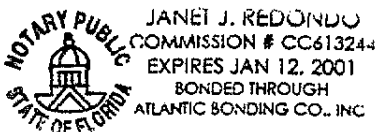
Janet J. Redondo

Notary Public

Printed Name of Notary: JANET J REDONDO

My Commission Expires:

Notary Commission No: CE 613244



**CERTIFICATE OF DESIGNATION**  
**OF REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is:  
**HCGX OF FORT MYERS, INC.**
2. The name and street address of the registered agent and office is:  
**Henry M. Andreasen, Jr.**  
**12811 Kenwood Lane, Suite 113**  
**Fort Myers, Florida 33907**

**FILED**  
**00 OCT 18 AM 8:20**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Dated: October 16, 2000.

**HCGX OF FORT MYERS, INC.**

By: *Paula Dahlman*  
Paula F. Dahlman, Incorporator

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

*Henry M. Andreasen*  
Henry M. Andreasen, Jr., Registered Agent