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Preston L. Dent, Jr.

1601 East 31st Avenue
Tampa, FL 33610 -- (813)248-4232

FILED
00 NOV 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 21, 2000

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

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

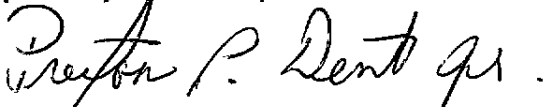
Re: Hair Masters, Inc.

Gentlemen:

Attached you will find two (2) signed copies of Articles of Incorporation for Hair Masters, Inc. and a check for \$78.75 for the Filing Fees, Registered Agent Designation and Certified Copy. Please return the certified copy in the enclosed self-addressed and stamped Express Mail envelope.

Thank you in advance for your anticipated cooperation.

Respectfully submitted,



Preston L. Dent, Jr.

attachments

**ARTICLES OF INCORPORATION
OF
HAIR MASTERS, INC.
(A Corporation for Profit)**

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I, THE UNDERSIGNED, being a natural person, hereby establish a corporation under the laws of the State of Florida, for the transaction of business and the promotion and conduct of the objects and purposes hereinafter stated, do make, subscribe, acknowledge and file these Articles of Incorporation and do certify as follows, to wit:

ARTICLE I -- NAME

The name of the corporation, hereinafter called the Corporation, shall be: **Hair Masters, Inc.**

ARTICLE II -- PURPOSES

The general nature of the business to be transacted and the purposes for which this Corporation is formed are:

To operate as a barber shop and hair salon, providing services and products to customers and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Laws of Florida;

To take, accept, hold and acquire by bequest, devise, gift, purchase, loan or lease, any property, real, personal or mixed, whether tangible or intangible, without limitation as to the kind, amount or value;

To guarantee undertakings, contracts or performances of others;

To sell, convey, lease or make loans, grants or pledges of any property or any interest therein or proceeds therefrom, and to invest and reinvest the principal thereof and receipts therefrom, if any;

To borrow or raise money for any of the purposes of the Corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage

upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for corporate purposes;

In general, to possess and exercise all the powers and privileges granted by the General Corporation Laws of Florida or by any other Law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the Corporation.

The business and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in these Articles of Incorporation, but the business and purposes which are specified in each of the foregoing clauses of this article shall be regarded as independent business and purposes.

ARTICLE III -- STOCK

The maximum number of shares of the Corporation shall be authorized to have outstanding at any one time is Five Thousand (5,000) shares of common stock of the par value of One Dollar (\$1.00) each, the consideration for which they may be issued to be determined at the discretion of the Board of Directors.

ARTICLE IV -- CAPITAL

The minimum amount of capital with which the Corporation will commence business is Five Hundred Dollars (\$500.00).

ARTICLE V -- TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI -- PRINCIPAL OFFICE

The Principal Office of the Corporation shall be located at:

1601 East 31st Avenue, Tampa, Florida 33601

HAIR MASTERS, INC.

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provided that the Corporation shall have the power to conduct its business through executive offices or branches or anywhere in the City of Tampa, State of Florida or the United States.

ARTICLE VII -- DIRECTORS

The number of Directors of the Corporation shall not be less than one (1) nor more than three (3), the number to be fixed by the Bylaws.

ARTICLE VIII -- BOARD OF DIRECTORS

The name , Board title and address of the Member of the first Board of Directors is as follows, and he shall hold office until the first annual meeting of the stockholders or until his successor or successors are elected or appointed and have qualified:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Preston L. Dent, Jr.	1601 East 31st Avenue Tampa, Florida 33610	Chairman

ARTICLE IX -- INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation with the number of shares of Common Stock which he agrees to acquire are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Preston L. Dent, Jr.	1601 East 31st Avenue Tampa, Florida 33610	2,600

ARTICLE X -- PLACE OF MEETINGS

Pursuant to the General Corporation Laws of the State of Florida, meetings of the Directors and Stockholders may be held within or outside of the State of Florida.

ARTICLE XI -- OFFICERS

The management and control of the business of the Corporation shall be conducted under the direction of the Board of Directors, by officers who shall be annually elected by the

Board of Directors, to wit: a President, one or more Vice President(s), a Secretary, and a Treasurer, and all other officers the Board may see fit to appoint from time to time. The First Officers of the Corporation will be elected to their respective positions during the First Meeting of the Board of Directors following the Meeting of the Incorporator.

ARTICLE XII -- AMENDMENTS

From time to time, any of the provisions of these Articles of Incorporation may be amended, altered or repealed and other provisions authorized by the Laws of the State of Florida at the time in force, may be added or inserted in the manner and at the time preferred by said Laws, and all rights at any time conferred upon the stockholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article XII.

ARTICLE XIII -- REGISTERED AGENT

In accordance with Florida Statutes, PRESTON L. DENT, JR. is hereby designated as the Registered Agent for service of process within the State of Florida, at 1601 East 31st Avenue, Tampa, Florida 33610.

IN WITNESS WHEREOF, the said Incorporator has hereunto set his hand and seal
this 22nd day of November, 2000.

A handwritten signature in cursive script, reading "Preston L. Dent Jr.", written over a horizontal line.

Preston L. Dent, Jr.

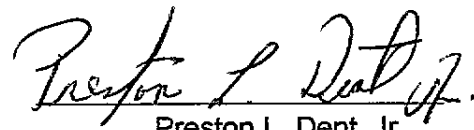
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

Pursuant to the Provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent, in the State of Florida:

That HAIR MASTERS, INC., with its principal office as indicated in the Articles of Incorporation at 1601 East 31st Avenue in the City of Tampa, County of Hillsborough, State of Florida, Zip Code 33610, has named PRESTON L. DENT, JR., as its Registered Agent, to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this 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.


Preston L. Dent, Jr.
(REGISTERED AGENT)