

PO1000040899

DIAL ACCOUNTING SERVICE

5972-3 University Boulevard, W.

Jacksonville, FL 32216

TEL: (904) 733-6625 FAX: (904) 733-6654

EFFECTIVE DATE

04/15/01

April 18, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32319

ATTN: New Filings

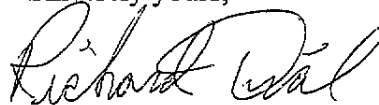
Gentlemen:

Enclosed are Articles of Incorporation for 4 new Corporations to be known as MAKE-UP BY DIANE, INC., MASIH ENTERPRISES, INC., BIL-MAR ENTERPRISES, INC., and KERSCHER ENTERPRISES, INC., RESPECTIVELY.

Also enclosed is our check in the amount of \$315.00 to cover filing fees, designation of registered agents, and certificates of status for the corporations.

Please forward acknowledgements and initial correspondence to the above-named correspondent.

Sincerely yours,



Richard Dial

Richard Dial GAVE

AUTHORIZATION BY PHONE TO

FAKED NEW CORP name

DATE

04/18/01

FILED
01 APR 20 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****315.00 *****78.75

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7.14 4/23/01

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BIL-MAR ENTERPRISES OF JACKSONVILLE, INC.

The undersigned, acting as incorporator under the provisions of Florida Statutes,
Chapter 607, hereby adopts the following Articles of Incorporation

ARTICLE I

Name

EFFECTIVE DATE

04/15/01

The name of this Corporation shall be:

BIL-MAR ENTERPRISES OF JACKSONVILLE, INC.

ARTICLE II

Principal Office

The principal place of business and mailing address of this Corporation shall be:

9676 Stanford Bridge
Jacksonville, FL 32221

ARTICLE III

Stock Authorization

The number of shares of stock that this Corporation is authorized to have
outstanding at any one time is: 5,000 shares, each having a par value of one dollar
(\$1.00).

ARTICLE IV

Registered Agent

The name and Florida address of the Initial Registered Agent are:

William R. McCarthy, Sr.
9676 Stanford Bridge
Jacksonville, FL 32221

ARTICLE V

Incorporator

The name and address of the incorporator to these Articles of Incorporation are:

William R. McCarthy, Sr.
9676 Stanford Bridge
Jacksonville, FL 32221

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01 APR 20 PM 4:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Effective Date

The effective date of this Corporation shall be April 15, 2001.

WR McCarthy

William R. McCarthy/Incorporator

04-14-01

Date

ACKNOWLEDGEMENT OF REGISTERED AGENT

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.

WR McCarthy

William R. McCarthy/Registered Agent

04-14-01

Date