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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name

: FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone

Fax Number

: (305)599-0839 : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

LEO SALON, INC

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ARTICLES OF INCORPORATION OF LEO SALON, INC

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be: LEO SALON. INC.

The principal place of business of this corporation shall be: 1630 JEFFERSON AVENUE MIAMI BEACH. FL 33139

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States. the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

MJ TAXES 420 Lincoln Road Suite 387 Miami Beach, FL 33139 OTHAY IT AM 8: 29
SECRETARY OF STATE

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ARTICLE V: OFFICERS DIRECTOR

The names and street addresses of the initial officers and director, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

WILLIAMS MARRELLA 1140 100 STREET BAY HARBOR, FL 33154

JOSEPH KISSEL 1805 SANS SOUCH BLVD. APT 333 N.MIAMI, FL 33181

ARTICLE VI: INCORPORATORS

The names and street addresses of the incorporators to this articles of incorporation are:

WILLIAMS MARRELLA 1140 100 STREET BAY HARBOR, FL 33154

JOSEPH KISSEL 1805 SANS SOUCH BLVD, APT 333 N MIAMI, FL 33181

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17 days of May. 2001.

Signature of incorporators

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325. Florida Statutes, the undersigned corporation. organized under the laws of the State of Florida. Submits the following statement in designating the registered office/registered agent. in the State of Florida.

 The name of the corporation is: LEO SALON, INC

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The name and address of the registered agent and office is: WILLIAMS MARRELLA 1140 100 STREET BAY HARBOR, FL 33154

SIGNATURE

TITLE: PRESIDENT

DATE: 05/17/2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERformance OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE: 05/17/2001

CALLANASSEE, FLORIDA