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August 15, 2001

State of Florida
Department of State
Division of Corporations
Attn: New Filings Section
P.O. Box 6327
Tallahassee, FL 34314

400004543194--3
-08/20/01--01132--001
*****70.00 *****70.00

Re: Incorporation of Hair Salons of Florida, Inc.

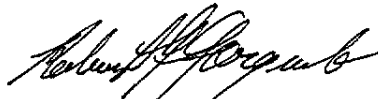
Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation for filing by your Department. Also enclosed is my check for \$70.00 for filing fees.

Please call me if there is any problem with filing these certificates of incorporation. In addition, any correspondence regarding the filing the certificate of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

Sincerely,



Robert G. Gargiulo

encl 3

FILED
2001 AUG 20 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BB 8-22-01

**ARTICLES OF INCORPORATION
OF
Hair Salons of Florida, Inc.**

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

Article 1

The name of the Corporation shall be Hair Salons of Florida, Inc.

Article 2

The principal place of business and mailing address of the Corporation is 4232 Cortez Road West, Bradenton, Florida 34205.

Article 3

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of stock with one dollar par value.

Article 4

The Board of Directors may authorize the issuance of all or any portion of the corporation's shares without certificates.

Article 5

The name and address of the initial registered agent is:

Pamela L. Courtney
4232 Cortez Road West
Bradenton, Florida 34205

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

Article 6

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

Pamela L. Courtney
4232 Cortez Road West
Bradenton, Florida 34205

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TALLAHASSEE, FLORIDA

Article 7

The general nature of the business to be transacted by this Corporation is: hair styling and manicures, pedicures and perform other services relating to hair and nails; and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

Article 8

This Corporation shall initially have two (2) director. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

Article 9

The name and address of the members of the initial Board of Directors are:

Pamela L. Courtney
4232 Cortez Road West
Bradenton, Florida 34205

Robert B. Lamensa
4232 Cortez Road West
Bradenton, Florida 34205

Article 10

Every amendment must be approved by the Board of Directors, proposed by the Board of Directors to the stockholders, and at a stockholders' meeting approved by a majority of stockholders entitled to vote thereon unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article 11

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding preemptive rights.

Article 12

This Corporation elects not to be governed by the provisions of Florida Statute 607.0901 dealing with affiliated transactions.

Article 13

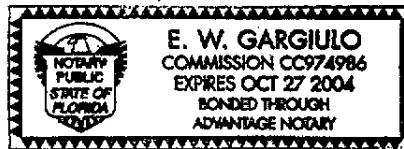
Pursuant to the provisions of Florida Statute 607.0203, this Corporation shall begin existence at 12:01 AM on August 15, 2001.

Pamela L. Courtney
Pamela L. Courtney, Incorporator

State of Florida)
County of Manatee)

On the 13th day of August, 2001, before me personally appeared Pamela L. Courtney, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that she executed the same freely and voluntarily for the purposes therein contained. She is personally known to me ~~or has produced~~ _____ as identification and ~~did~~ (did not) take an oath.

E. W. Gargiulo



ACCEPTANCE BY REGISTER AGENT

Have been named as registered agent and designated to accept service of process for the above corporation, 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.

Date: 8-13-01

Pamela L. Courtney
Pamela L. Courtney