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**LAW OFFICES
GERALD J. LINDOR, P.A.**

Parkway Professional Plaza
6151 Miramar Parkway, Suite 206
Miramar, Florida 33023

Telephone: (954) 962-6326
Telefax: (954) 962-6327
Email: geraldjindor1@yahoo.com

TRANSMITTAL LETTER

September 27, 2001

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*****78.50 *****78.50

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: M & C BEAUTY SUPPLY INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation and Acceptance by Designation for the above corporation and a draft in the amount of \$78.50 to cover the associated fees as well as a certificate of status.

FROM: Gerald J. Lindor
6151 Miramar Pkwy, Suite 206
Miramar, FL 33023
(954) 962-6326

FILED
01 OCT - 1 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch OCT 3 2001

FILED

ARTICLES OF INCORPORATION
OF
M & C BEAUTY SUPPLY INC.

01 OCT -1 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of corporation:

ARTICLE I NAME AND ADDRESS

The name of the Corporation is : M & C BEAUTY SUPPLY INC. The principal office is: 525 N.E. 24th Street, Pompano Beach, Florida 33064.

ARTICLE II -DURATION

The duration of the Corporation is perpetual

ARTICLE III- PURPOSE

The general purposes for which the Corporation is Organized are the following:

A. To engage in and transact any lawful business for which Corporations may be Incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The sale and purchase of beauty supplies and all matters related thereto.

ARTICLE IV - SHARES

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office of the Corporation is 525 N.E. 24th Street, Pompano Beach, Florida 33064 and the name of its Initial agent at that address is Wilner Charmant.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors are 2. The number of Directors may be increased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

Wilner Charmant

525 N.E. 24th Street
Pompano Beach, Florida 33064

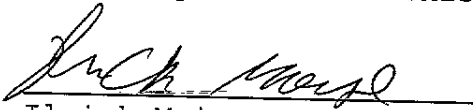
Ilrick Moise

525 N.E. 24th Street
Pompano Beach, Florida 33064

ARTICLE VII-AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have read these Articles of Incorporation on this 27th day of September, 2001.



Ilrick Moise
525 N.E. 24th Street
Pompano Beach, Florida 33064

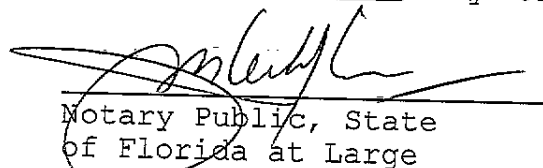
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE me personally appeared Ilrick Moise, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of September, 2001.



Gerald J M Lindor
My Commission CC780121
Expires November 15, 2002



Notary Public, State
of Florida at Large

My Commission Expires:

ACCEPTANCE BY DESIGNATION

The undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby 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.

Wilner Charmant
WILNER CHARMANT

Date: September 27th, 2001