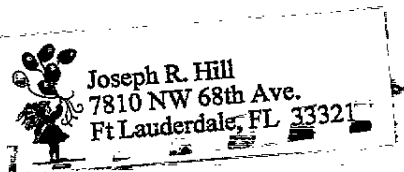


PD20000054212

FILED

02 MAY 13 AM 11:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



May 8, 2002

Department of State
Corporate Records/Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

900005507209--5
-05/13/02--01097--013
*****78.75 *****78.75

Dear Secretary of State:

Enclosed please find one original and one copy of the Articles of Incorporation of:
Body Essentials Salons, Inc.

Also please find a check made payable to the Secretary of State in the amount of
\$78.75 which includes the statutory filing fee and certified copy. Your assistance
in establishing the corporation to be known as: Body Essentials Salons, Inc., is
appreciated.

Respectfully,

Joseph R. Hill

RM 5/16

ARTICLES OF INCORPORATION

OF

Body Essentials Salons, Inc.

ARTICLE ONE:

The name of the corporation is: Body Essentials Salons, Inc.

ARTICLE TWO:

The period of its duration is perpetual.

ARTICLE THREE:

The purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR:

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) of the par value of one dollar (\$1.00) each.

ARTICLE FIVE:

The corporation will not commence business until it has received for the issuance of shares, consideration of the value of \$500. 00 consisting of money, labor done or property actually received.

ARTICLE SIX:

The street address of its initial registered office is: 7810 NW 68 Ave, Tamarac, FL 33321(which is the corporation's principal address), and the name of its initial registered agent at such address is: Barbara Papagni.

ARTICLE SEVEN:

The number of directors constituting the initial board of directors is one (1), and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until there successors are

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02 MAY 13 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

elected and qualified are:

| Name | Mailing Address |
|----------------|-----------------------------------|
| Joseph R. Hill | 7810 NW 68 Ave, Tamarac, FL 33321 |

ARTICLE EIGHT:

The Board of Directors is empowered to make, alter or repeal the By-laws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE:

The name and address of each incorporator is:

| Name | Mailing Address |
|----------------|-----------------------------------|
| Joseph R. Hill | 7810 NW 68 Ave, Tamarac, FL 33321 |

ARTICLE TEN:

The powers of the incorporators cease upon filing of the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 9th day of May 2002

_____(SEAL)

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Name Joseph R Hill

Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she/they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have affixed my hand and seal, in the State and County aforesaid, this 9th day of May 2000.

Wendy Gaugler
(Notary Public, State of Florida at Large)

My commission expires: December 2, 2003



Wendy Gaugler
Commission # CC 892130
Expires Dec. 2, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

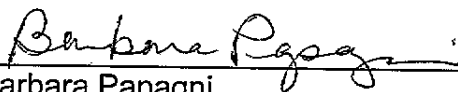
Body Essentials Salons, Inc.

Pursuant to Florida Section 48.091 and 607.034 the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 7810 NW 68 Ave, Tamarac, FL has named Barbara Papagni located at the aforesaid address, as its Registered Agent to accept service of process within this state. (This is also the corporation's principal address.)

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Barbara Papagni

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02 MAY 13 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA