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May 22, 2002

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Secretary of State
Division of Corporations
The George Firestone Bldg.
409 Gaines Street
Tallahassee, Florida 32399

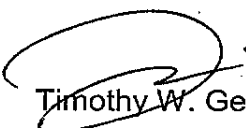
**RE: FILING OF ARTICLES OF INCORPORATION FOR
ALBERTO OF TORONTO SPA SALON, INC.**

Dear Sir/Madam:

Enclosed please find a check payable to the Secretary of State in the amount of \$70.00 for filing of the enclosed Articles of Incorporation for ALBERTO OF TORONTO SPA SALON, INC. If you should have any questions or need any further information, please feel free to call.

Very truly yours,

TIMOTHY W. GENSMER, P.A.


Timothy W. Gensmer

TWG/tgw

Enclosures:

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 10 PM 1:33

SMITH JUN 10 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2002

TIMOTHY W. GENSMER, P.A.
2831 RINGLING BLVD STE 202-A
SARASOTA, FL 34237-5352

SUBJECT: ALBERTO OF TORONTO SPA SALON, INC.
Ref. Number: W02000015515

We have received your document for ALBERTO OF TORONTO SPA SALON, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE GIVE THE ADDRESS FOR THE REGISTERED AGENT IN ARTICLE 8.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 202A00034596

**ARTICLES OF INCORPORATION
OF
ALBERTO OF TORONTO SPA SALON, INC.**

ARTICLE 1. - NAME

The name of this corporation is **ALBERTO OF TORONTO SPA SALON, INC.**

ARTICLE 2. - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - POWERS

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE 5. - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

treasury of the corporation, and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

ARTICLE 7. - PRINCIPAL OFFICE OR MAILING ADDRESS

The street address of principal office **5116 72nd Street East, Bradenton, Florida 34203** and the mailing address of the corporation is **5116 72nd Street East, Bradenton, Florida 34203**.

ARTICLE 8. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **5116 72nd Street E. Bradenton, FL 34203** and the name of the initial registered agent of this corporation at that address is **GOFFREDO MAMELI**.

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

GOFFREDO MAMELI
5116 72nd Street East
Bradenton, Florida 34203

ARTICLE 10. - AMENDMENT

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

The undersigned incorporator has executed these Articles of
Incorporation on the 22 day of May, 2002.



GOFFREDO MAMEI

STATE OF FLORIDA
COUNTY OF SARASOTA

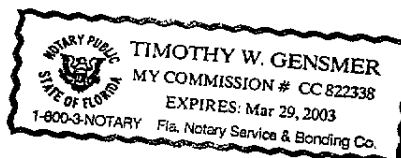
Before me, a Notary Public, appeared **GOFFREDO MAMEI** known to be the
~~person described~~ as the Incorporator, or who produced _____
as identification, who executed the foregoing Articles of Incorporation, and said person did
acknowledge subscribing to the same.

Witness my hand and official seal this 22nd day of May, 2002.



NOTARY PUBLIC

MY COMMISSION EXPIRES:



**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
ALBERTO OF TORONTO SPA SALON, INC.**

Having been named to accept service of process for the above-stated corporation, at the place designated in the corporation's articles of incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: May 22, 2002


GOFFREDO MAMEI

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