

P02000070835

Transmittal Letter

May 15, 2002

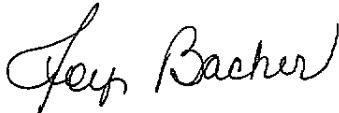
Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

SUBJECT: HAIR STUDIO, INC.
Proposed Corporate Name

Dear Sir or Ma'am:

Enclosed are an original and one (1) copy of the Articles of Incorporation for HAIR STUDIO, INC.
and a check for \$70.00 for filing fees.

Sincerely,



Joy A. Bacher
Bacher Bookkeeping & Tax Services
226 McIntosh Rd.
Ormond Beach, FL 32174-5517
(386) 615-6905

600005664676--7
-06/03/02--01048--011
*****70.00 *****70.00

FILED
02 JUN 27 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ru 6/27



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 4, 2002

JOY A. BACHER
BACHER BOOKKEEPING & TAX SERVICES
226 MCINTOSH RD.
ORMOND BEACH, FL 32174-5517

SUBJECT: HAIR STUDIO, INC.
Ref. Number: W02000016147

We have received your document for HAIR STUDIO, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 002A00036114

**ARTICLES OF INCORPORATION
OF
BOUDEBES HAIR STUDIO, INC.**

In compliance with Chapter 607, and/or Chapter 621, F.S. (Profit), the undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be BOUDEBES HAIR STUDIO, INC.

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The principal place of business of the corporation is: 1702 A RIDGEWOOD AVENUE, HOLLAND HILL, FLORIDA 32117

The mailing address of the corporation's initial principal office is: 27 FELTER LANE, PALM COAST, FLORIDA 32137

**ARTICLE III
PURPOSE**

The purpose for which the corporation is organized is to engage in any lawful activity permitted by the laws of the State of Florida.

**ARTICLE IV
SHARES**

The number of shares of stock, which the corporation shall have authority to issue, is 1,000 shares of no par value stock.

**ARTICLE V
DIRECTORS**

The name and residence address of the person(s) constituting the initial board of directors is: ELIAS BOUDEBES, 27 FELTER LANE, PALM COAST, FLORIDA 32137 AND VERONICA BOUDEBES, 27 FELTER LANE, PALM COAST, FLORIDA 32137

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

FILED
02 JUN 27 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transactions between (a) this corporation and (b) any other association, corporation, or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any share of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. IF the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. The corporation, including a release of mortgage or lien. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

**ARTICLE VIII
REGISTERED OFFICE AND AGENT**

The name and Florida street address of the corporation's initial registered office and the name of its initial registered agent at such address are: ELIAS BOUDEBES, 27 FELTER LANE, PALM COAST, FLORIDA 32137

Having been named as registered agent to accept service of process from the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


ELIAS BOUDEBES, Registered Agent

06/25/02
Date

CERTIFICATION

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


ELIAS BOUDEBES, Incorporator


VERONICA BOUDEBES, Incorporator

6-25-02
Date

State of Florida

County of Flagler

Subscribed and sworn to (or affirmed) before me this 25 day of June, 2002.


Notary Public

FLDL Elias Boudebes
FLDL Veronica Boudebes



Alicia Burdi
My Commission DD048852
Expires October 02, 2005

FILED
JUN 27 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA