

PO2000093585

TRANSMITTAL LETTER

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

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 AUG 28 PM 14:32

SUBJECT: Nails spa of Lynn Haven, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED			

FROM: AUSA KIM-ANH NGUYEN
Name (Printed or typed)

2630 E. 11th ST.
Address

Panama City, FL 32401
City, State & Zip

(850) 258-4570
Daytime Telephone number

300007403393--4
-08/29/02--01005--001
*****78.75 *****78.75

RECEIVED
02 AUG 28 PM 14:25
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

NOTE: Please provide the original and one copy of the articles.

8-28-02
WVC

ARTICLE OF INCORPORATION

Of
Nails Spa of Lynn Haven, Inc

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Article of Incorporation for such corporation:

FIRST:

The name of the corporation is Nails Spa of Lynn Haven, Inc..

SECOND:

The principal place of business of this corporation shall be 2630 E. 11th Street.
Panama City, FL 32401 and the mailing address of this corporation shall be P.O. Box
3804 Panama City, FL 32401.

THIRD:

The period of duration of the corporation is the perpetual.

FOURTH:

The purpose or purposes for which the corporation is organized are to engage in any
activity or business permitted under the law of the United States and of this state.

FIFTH:

This corporation is authorized to issue one thousand (1,000) share of One Dollar
(\$1.00) pars value common stock.

SIXTH:

Except as otherwise provided by law, the entire voting power for the Election of
directors and for all other purposes shall be vested exclusively in the holder of the
outstanding common shares.

SEVENTH:

Every shareholder, upon the sale for cash of any new stock of this corporation of the
same kind, class or series as that which he already holds, shall have the right to purchase
his pro rata share thereof (as nearly as may be done without issuance of fractional shares)
as the price at which it offered to others.

EIGHT:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 28 PM 4:32

The street address of the principal office and initial registered office of this corporation is 2630 East 11th Street. Panama City, FL 32401 and the name of the initial registered agent of this corporation at that address is Alisa Kim Anh Nguyen

NINTH:

This corporation shall have one director. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation is as follows:

Alisa Kim Anh Nguyen
P.O. Box 3894
Panama City, FL 32401

MyHanh T. Nguyen
1526 East Avenue.
Panama City, FL 32405

TENTH:

The names and address of the persons signing these are articles are:

Alisa Kim Anh Nguyen
P.O. Box 3894
Panama City, FL 32401

ELEVENTH:

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

TWELFTH:

Share of capital stock shall be issued initially to the following persons:

Alisa Kim Anh Nguyen
P.O. Box 3894
Panama City, Fl 32401

MyHanh T. Nguyen
1526 East Avenue.
Panama City, FL 32405

Shares held by the initial shareholder listed above might not be resold or otherwise transferred to other persons unless such shares are first offered to be remaining shareholder or to this corporation. The price and terms at which and the time within which, such shares may be offered and sold shall be further specified by written agreement among the entire shareholder of this corporation.

THIRTEENTH:

At each such election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the

number of directors to be elected at that time multiplied by the number of shares, or by distributing such votes on the same principle among any number of such candidates.

FOURTEENTH:

Special meeting of shareholders may be called by a majority of the outstanding shares.

FIFTEENTH:

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholder.

If a quorum is present, the affirmative vote, and fifty-one (51%) of the shares represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

SIXTEENTH:

All of the directors shall constitute a quorum for a meeting of directors. If quorum is present, the affirmative vote of all the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative of all of the remaining directors shall be the act of the Board of Directors.

SEVENTEENTH:

Member of the Board of Directors may participate in meeting of the Board of Directors by means of conference telephone as provide by law.

EIGHTEENTH:

The directors of this corporation may take action by written consent, as provided by law.

NINETEENTH:

The corporation shall indemnify any officer or director or any former officer of director, to the full extent permitted by law.

TWENTIETH:

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation or any amendments hereto and any right conferred upon the shareholder is subject to this reservations

IN WITNESS WHEREOF, the undersigned subscribed has executed this Article of Incorporation on this _____ day of _____, 2002.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Nails Spa of Lynn Haven, Inc.

2. The name and address of the registered agent and office is:


ALISA KIM-ANH NGUYEN
(NAME)

2630 E. 11th ST.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Panama City, FL 32401
(CITY/STATE/ZIP)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 AUG 28 PM 4:32

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


(SIGNATURE)

8/28/02
(DATE)