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USA NAILS SPA, INC. 993 E. COMMERCIAL BLVD., FT. LAUDERDALE, FL. 33334

September 11, 2002

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

RE:

INCORPORATION OF USA NAILS SPA, INC.

300007725133--4 -09/13/02--01019--019 ******70.00 ******70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of USA NAILS SPA, INC.

Also find enclosed a check made payable to the Secretary of State in the amount of \$70.00 which includes the statutory filing fee. Your assistance in establishing this corporation is appreciated.

Respectfully,

TY NGOC PHAM

FILED

02 SEP 13 AM IO: 21

SEGRETARY OF STATE
FALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

02 SEP 13 AM 10: 21

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

USA NAILS SPA, INC.

ARTICLE ONE

The name of the corporation is **USA NAILS SPA**, **INC.** The principal address of the corporation is: 993 E. COMMERCIAL BLVD., FT. LAUDERDALE, FL. 33334.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or 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 one hundred (100) of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 993 E. COMMERCIAL BLVD., FT. LAUDERDALE, FL. 33334, and the name of its initial registered agent at such address is TY NGOC PHAM.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

TY NGOC PHAM

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Mailing Address

TY NGOC PHAM

993 E. COMMERCIAL BLVD., FT. LAUDERDALE, FL. 33334

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statue.

ARTICLE NINE

The name and address of each incorporator is:

Name

Mailing Address

TY NGOC PHAM

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

TYNGOC PHAM, Incorporator

ARTICLE TEN

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