

**Electronic Articles of Incorporation
For**

P03000017823
FILED
February 14, 2003
Sec. Of State

FACES OF GAINESVILLE INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FACES OF GAINESVILLE INC

Article II

The principal place of business address:

12 W. 2ND STREET
GAINESVILLE, FL. 32601

The mailing address of the corporation is:

12 W. 2ND STREET
GAINESVILLE, FL. 32601

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

20000

Article V

The name and Florida street address of the registered agent is:

DOUG HARVEY JR.
3527 SW 20TH AVE
APT. #435
GAINESVILLE, FL. 32607

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DOUG HARVEY

Article VI

The name and address of the incorporator is:

DOUG HARVEY
12 W. 2ND STREET
GAINESVILLE, FL 32601

Incorporator Signature: DOUG HARVEY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DOUG HARVEY JR.
12 W. 2ND STREET
GAINESVILLE, FL. 32601

Title: P
CONO DICANDIA
12 W. 2ND STREET
GAINESVILLE, FL. 32601

Article VIII

The effective date for this corporation shall be:

02/13/2003