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Division of Corporations

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**Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0381

From:

Account Name : ALDO BELTRANO, P.A.
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Aspen Beauty & Tanning Salon, Inc.

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 29, 2003

ALDO BELTRANO, P.A.

SUBJECT: ASPEN BEAUTY & TANNING SALON, INC.
REF: W03000024703

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

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) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

FAX Aud. #: H03000263334
Letter Number: 803A00048706

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**ARTICLES OF INCORPORATION
OF
ASPEN BEAUTY & TANNING SALON, INC.**

THE UNDERSIGNED, hereby forms a corporation for profit under Chapter 607, the Florida Business Corporation Act, and adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation shall be ASPEN BEAUTY & TANNING SALON, INC. The address of the principal office of this corporation shall be 964 North Congress Avenue, West Palm Beach, FL 33409, and the mailing address of the corporation shall be the same.

ARTICLE II - PURPOSE

The purpose or purposes for which this corporation is organized are as follows:

- a. To operate and manage a Beauty & Tanning Salon and to engage in any lawful business activity permitted under the law of the State of Florida;
- b. To acquire by purchase, exchange, gift bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitations, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions, agencies or instrumentalities thereof; to make payment therefor in any lawful manner or to issue in exchange therefor its own securities or to use its unrestricted or unreserved earned surplus for the purchase of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.
- c. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.
- d. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner for the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the Laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article III shall be regarded as independent purposes and powers.

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ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is 1,000 share of common voting stock at \$1.00 par value per share. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation or any particular time. To the extent consideration in excess of the par value of such shares, if any, is received for such shares, such excess consideration shall constitute capital surplus.

ARTICLE IV - AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

ARTICLE V - SHAREHOLDERS RIGHTS

Shareholders of the corporation shall have pre-emptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares. This Article VI pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the corporation.

ARTICLE VI - REGISTERED AGENT

The street address of this corporation's initial registered office in the State of Florida is 970 North Congress Avenue, West Palm Beach, FL 33409 and the name of its initial registered agent at that address is Aldo Beltrano, Esquire.

ARTICLE VII - TERM OF EXISTENCE

This corporation shall commence its existence on the date that these Articles of Incorporation are filed by the Florida Department of State and to exist perpetually.

ARTICLE VIII - OFFICERS AND DIRECTORS

The number of directors constituting the initial Board of Directors of this Corporation is one (1). The name and address of the person to serve as a Director and Officer until the first annual meeting of shareholders, or until their successor is elected and qualified, is:

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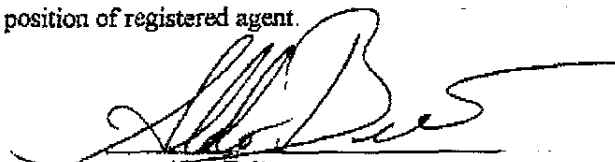
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accepts the appointment as registered agent and hereby agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 3rd day of September 2003.



Aldo Beltrano