# Florida Department of State Division of Corporations

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# FLORIDA PROFIT CORPORATION OR P.A.

NAIL CAPITAL, INC.

Certificate of Status	0
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SECRETARY OF STATE
ALL ALLASSEE, FLORID

#### ARTICLES OF INCORPORATION

OF

#### NAIL CAPITAL, INC.

#### ARTICLE

The name of this Corporation is: Nail Capital, Inc.

#### ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgement of these Articles of Incorporation.

#### ARTICLE III

This corporation is organized for the purposes of transacting any and all legal business.

#### ARTICLEIV

This Corporation is authorized to issues 100 shares of \$1.00 per value common stock which shall be designated as "Common Shares."

## ARTICLE Y

#### SECTION

In the event of any voluntary liquidation, dissolution, or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

# SECTION II. VOTING RIGHTS:

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 holders of the outstanding Common Shares.

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#### ARTICLE VI

# PREEMPTIVE RIGHTS:

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) at the price at which it is offered to others.

#### ARTICLE VII

The street address of the initial registered office of this Corporation is:

12450 Biscayne Blvd. North Miami, FL 33181

and the name of the initial registered agent of this Corporation at that address is:

Mark B. Slavin Esq. 1031 N. Miami Beach Blvd. North Miami Beach, FL 33162

#### ARTICLE YIU

This Corporation shall have \_\_\_\_\_ Director(s) initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) of this Corporation is (are):

Loc Y. Neuven

12450 Biscayne Blvd. North Miami, FL 33181

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# ARTICLE IX.

The name and address of the person signing these Articles of Incorporation is:

Loc V. Nguyen 12450 Biscayne Blvd. North Miami, FL 33181

### ARTICLE X.

#### AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of <u>June 1988</u>, 2003.

Subscriber

STATE OF FLORIDA

)SS:

COUNTY OF MIAMI-DADE)

HEFORE ME, the undersigned authority, personally appeared Loc V. Nguyen who is personally known to me, and who, being first duly sworn, deposes and states under oath that he/she executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of

Acenthes. A.D., 2003, in the County and State aforesaid.

NOTARY PUBLIC, Spic of Florida at Large

My Commission Expires:

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HY COMMISSION & CO 94-504

EXPIRES June 12, 2004

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Having been named as registered agent to accept service of process for 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.

Signature/Registered Agent

STATE OF FLORIDA

)SS:

**COUNTY OF MIAMI-DADE)** 

BEFORE ME, the undersigned authority, personally appeared Mark B. Slavin who is personally known to me, and who, being first duly sworn, deposes and states under oath that he executed the foregoing Articles of Incorporation as Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  $\frac{7^{22}}{2^{22}}$  day of January, 2004.

My Commission Expires:

NATICA (IPPAMA)

NY COMMISSION & CC 844504

EXPERS: June 12, 8004

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