

**Electronic Articles of Incorporation
For**

P04000044753
FILED
March 11, 2004
Sec. Of State

CAPRI SALON, 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:

CAPRI SALON, INC.

Article II

The principal place of business address:

1515 STRADA D'ORO
VENICE, FL. 34292

The mailing address of the corporation is:

1515 STRADA D'ORO
VENICE, FL. 34292

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:

1,000,000

Article V

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

MARIANNE HINSHAW
1515 STRADA D'ORO
VENICE, FL. 34292

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

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Registered Agent Signature: MARIANNE HINSHAW

Article VI

The name and address of the incorporator is:

MARIANNE HINSHAW
1515 STRADA D'ORO
VENICE, FLORIDA 34292

Incorporator Signature: MARIANNE HINSHAW

Article VII

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

Title: P
MARIANNE HINSHAW
1515 STRADA D'ORO
VENICE, FL. 34292