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March 25, 2004

Florida Department of State Division of Corporations New Filings Section P.O. Box 6327 Tallahassee, FL 32314

RE: Articles of Incorporation

Corporate Specialist:

Attached are the Articles of Incorporation for our newly formed corporation. The name and address of the corporation is: Ideal Management Services, Inc.

P.O. Box 56 616 North Mayo Street Crystal Beach, FL 34681

I have applied for the Federal Employer Identification Number by completing and sending the SS-4 form (see copy of SS-4 attached). I understand that I may receive the number at any time.

Please acknowledge receipt of this letter and the Articles by providing a copy of the certification form and document number.

I am aware that if the corporate address changes, it is the responsibility of the corporation to notify your office.

Very truly yours,

PH: 727-789-2036 E-mail: <u>DingessB@AOL.com</u>

Encl. Articles of Incorporation Form SS-4

#### TRANSMITTAL LETTER

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

## SUBJECT: \_\_\_\_\_\_ Ideal Management Services, Inc. \_\_\_\_\_\_ (PROPOSED CORPORATE NAME - <u>MUST INCLUDE SUFFIX</u>)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

STO.00 Filing Fee	<ul><li>\$78.75</li><li>Filing Fee</li><li>&amp; Certificate of Status</li></ul>	<ul> <li>\$78.75</li> <li>Filing Fee</li> <li>&amp; Certified Copy</li> </ul>	State
			& Certifica

& Certified Copy & Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED

FROM: Robert L Dingess

Name (Printed or typed)

P.O. Box 56

Address

Crystal Beach, FL 34681

City, State & Zip

727-789-2036

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

## FILED

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SECRETARY OF STATE

#### **ARTICLES OF INCORPORATION**

Of

IDEAL MANAGEMENT SERVICES, INCLAHASSEE. FLORIDA

(In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### ARTICLE I - NAME

The name of the corporation is:

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IDEAL MANAGEMENT SERVICES, INC.

#### ARTICLE II - LOCATION

Principal location and mailing address is:

P.O. Box 56 616 North Mayo Street Crystal Beach, FL 34681

#### ARTICLE III - DURATION

This corporation shall exist perpetually.

#### ARTICLE IV - PURPOSE

This corporation is organized for the following purposes:

Operation of a franchise(s) for laser hair removal and shall include the transaction(s) of any and all lawful business for which corporations may be incorporated under State of Florida Statutes. Management of a franchise(s) for laser hair removal and shall include the transaction(s) of any and all lawful business for which corporations may be incorporated under State of Florida Statutes.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock, having a par value of \$1.00 per share. The stock as foresaid shall be paid for the in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporators, or by the Board of Directors at a meeting to be called for that special purpose. All voting power of this corporation shall be vested in the common stock above designated. Note: The transfer of these securities is restricted by the terms and conditions of Agreement(s) with Ideal Image Development Corporation. Any such transfer does not represent the transfer of any of the rights or interests existing under such Agreements.

Page 2

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#### ARTICLE VI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE & AGENT

The street address and mailing address of the initial registered office of this corporation is:

P.O. Box 56 616 North Mayo Street Crystal Beach, FL 34681

And the name of the initial registered agent of this corporation is: Robert L Dingess

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

Robert L Dingess, CEO P.O. Box 56 Crystal Beach, FL 34681

Sherry L Dingess, Treasurer P.O. Box 56 Crystal Beach, FL 34681

Shanna L Cullen, COO 640 Orange Street Palm harbor, FL 34683

#### ARTICLE IX - INCORPORAOR

The name and mailing address of the person signing these Articles is: Robert L Dingess P.O. Box 56 Crystal Beach, FL 34681 Page 3

#### ARTICLE X POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 25<sup>th</sup> day of March, 2004.

**Robert L Dingess** P.O. Box 56 Crystal Beach, FL 34681

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

Signed: Robert L Dingess, Registered Agent State of Florida **County of Pinellas** 

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared, Robert L Dingess, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me, that he executed those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL, this day of March, 2004.

Public

EXPIRES: August 15, 2005 1-800-3-NOTARY FL Notary Service & Bonding, Inc

My commission expites: KATHLEEN L. KOZLOWSKI MY COMMISSION # DD 040306 TOF RO