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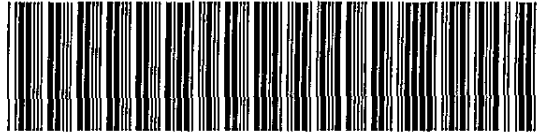
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04 SEP 29 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 SEP 29 AM 10:56

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

LIST ACCOUNT NO. : 072100000032
REFERENCE : 906028 3487A
AUTHORIZATION : *Patricia Pizutto*
COST LIMIT : \$ 78.75

ORDER DATE : September 29, 2004

ORDER TIME : 10:18 AM

ORDER NO. : 906028-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Sandra K. Dunbar
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

DOMESTIC FILING

NAME: NAIL DEPOT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

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AND
FILED

ARTICLES OF INCORPORATION

04 SEP 29 AM 11:21

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAIL DEPOT, INC.

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

ARTICLE I - NAME

The name of the corporation ("Corporation") is: Nail Depot, Inc.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 1801 Verna Road, Myakka City, FL 34251.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is one thousand (1,000) shares of Common Stock, having a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent for the corporation is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A. (Attn: F. Thomas Hopkins Esq.) and its street address is 2033 Main Street, Suite 600, Sarasota, FL 34237.

ARTICLE VII - DIRECTORS

The initial Board of Directors shall consist of three (3) Members. The names and addresses of the persons who will serve on the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Karen Yoder	1801 Verna Road Myakka City, FL 34251
Pamela Beiler	6828 Jarvis Road Sarasota, FL 34241
Ryan Mulcahy	44605 Clay Gully Road Myakka City, FL 34251

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
F. Thomas Hopkins	2033 Main Street, Suite 600 Sarasota, FL 34237

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

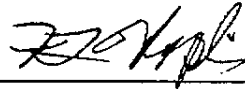
ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of fifty-one percent (51%) of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of September, 2004.

A handwritten signature in black ink, appearing to read "F. Thomas Hopkins", written over a horizontal line.

F. Thomas Hopkins, Incorporator

APPROVED
AND
FILED

ACCEPTANCE OF REGISTERED AGENT

04 SEP 29 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for Nail Depot, Inc. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

ICARD, MERRILL, CULLIS, TIMM, FUREN
& GINSBURG, P.A.

By: _____



F. Thomas Hopkins, a Vice President
Registered Agent
Date: September 28, 2004