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REFERENCE: 517917

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: August 2, 2005

ORDER TIME : 10:31 AM

ORDER NO. : 517917-010

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown

Swann & Hadley, P.a.

Suite 350

1031 West Morse Boulevard Winter Park, FL 32789

## DOMESTIC FILING

NAME: SEGA SALONS, INC.

### EFFECTIVE DATE:

| XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|
| PLEASE F   | RETURN THE FOLLOWING AS PROOF OF FILING:                       |  |  |  |  |  |  |
| XX   | CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING |  |  |  |  |  |  |
| CONTACT  | PERSON: Amanda Haddan - EXT. 2955 EXAMINER'S INITIALS:         |  |  |  |  |  |  |



The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

# **ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be SEGA Salons, Inc.

## ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 201 South Biscayne Boulevard, 28<sup>th</sup> Floor, Miami, Florida 33131.

## **ARTICLE III - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of incorporation and shall exist perpetually.

### **ARTICLE IV - GENERAL PURPOSE**

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five thousand (75,000) shares, which shall be designated Common Shares with a par value of ten cents (\$.10) per share.

# ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of the corporation in the state of Florida is 1031 West Morse Boulevard, Suite 350, Winter Park, Florida 32789. The name of the initial registered agent of the corporation at such address is Swann & Hadley, P.A.

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

- A. The initial number of directors of the corporation shall be one (1).
- B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

| <u>Name</u>  | Address:  |
|--------------|---|
| Hudson Gabay | 3204 N.E. 211 <sup>th</sup> Terrace<br>Aventura, Florida, 33180 |

## ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

| <u>Name</u>  | Address:   |
|--------------|--|
| Hudson Gabay | 3204 N.E. 211 <sup>th</sup> Terrace<br>Aventura, Florida 33180 |

## **ARTICLE IX - BY-LAWS**

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

# **ARTICLE X - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

## **ARTICLE X1 - INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

| IN WITNESS WHER at Winter Park, Florida, this                  | EOF, the undersigned has executed these Articles of Incorporation day of July , 2005.  Hudson Gabay, Incorporator |
|--|---|
| STATE OF FLORIDA   | )<br>} ss:  |
| The foregoing instrum by HUDSON GABAY who is                   | nent was acknowledged before me this <u>49</u> day of <u>July,</u> 2005, personally known to me or has provided   |
| (type of identification) and wh                                | no did take an oath.  |
| Christine D. Commission Fr. Expires March Agron Not 1-500-3504 | NOTARY PUBLIC Printed Name: Christine Percz   |
| (NOTARIAL SEAL)  | My Commission Expires: おおしつ   |

# **ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 the Florida Business Corporation Act.

Swann & Hadley, P.A.

BY:

Richard R. Swann

TILED 2005 AUG - 2 P 2: 4.2 SECRETARY OF STATE

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