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ELECTION OF To:

Division of Corporations

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Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 Phone

: (305)599-0839

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FLORIDA PROFIT CORPORATION OR P.A.

ZULY'S BEAUTY SALON & SPA CORP.

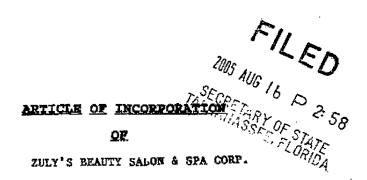
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Electronic Filing Menu.

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Public Access Help

1 of 1



The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: ZULY'S BEAUTY SALON & SPA CORF.

The principal place of business of this corporation shall be: 15624 SW. 72 ST.
MIAMI,FL.33193

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State. the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

 $100 \times $10.00 = $1,000.00$

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

ZULAYME SALAZAR 4284 SW. 97 AVE. MIAHI, FL. 33165 DIRECTOR.

ARTICLE VI INCORPORATOR (S)

The name(s) and street address(es) of the Incorporator(s) to these Article of Incorporation is (are):

ZULAYME SALAZAR 4284 SW. 97 AVE. MIAMI,FL.33165 PRESIDENT. SECRETARY & TREASURER 100 shares

The undersigned has(have) executed these Article of Incorporation this 15 th. day of August ,2005.

Signature/Title

Signature/Title

Signature/Title

FILED

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:_

ZULY'S BEAUTY SALON & SPA CORP.

| 2. The name and address of the registered agent and | - Gran | 2 |
|--|---|-------------|
| 18 ZULAYME SALAXAR | ONE TURY | 5 |
| (Mame) | RY SE | _ |
| 4284 SW. 97 AVE. | | Ū |
| (P. O. BOX NOT ACCEPTABLE) | | 8 2 3 |
| MIAMI, FL. 33165 | 7 | |
| (CITY/STATE/ZIP) | | |
| HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PASSED REGISTERED AGENT AND AGREE TO ACT IN THIS CADACIT THER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATE RELATING TO THE PROPER AND COMPLETE DERFORMACE OF MAND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF POSITION AS MY POSITION AS REGISTERED AGENT. | LACE DES Y. I FO UTES Y DUTIES | SI JR |

8-15-05

DATE