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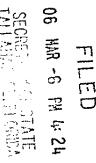
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Office Use Only



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COVER LETTER

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

SUBJECT: USA	Properties, Inc.		
	(PROPOSED CORPOR	ATE NAME – <u>MUST INCU</u>	UDE SUFFIX)
Enclosed are an original	rinal and one (1) copy of the ar	ticles of incorporation and	d a check for:
S70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status DPY REQUIRED
FROM: Tr	istan Hawthorn		
	Nam	e (Printed or typed)	
	PO Box 135002		
		Address	
	Clermont, FL 34713 - 5002	y, State & Zip	
	O.i.	,, ome we cip	
	(352) 242 - 0981	T-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	
	Daytime	Telephone number	

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



February 24, 2006

TRISTAN HAWTHORN P.O. BOX 135002 CLERMONT, FL 34713-5002

SUBJECT: USA PROPERTIES, INC.

Ref. Number: W06000009362

We have received your document for USA PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 206A00013278

Great Looks Salon & Spa PO Box 135002 Clermont, FL 34713 – 5002

1st March, 2006

Dear or Madam,

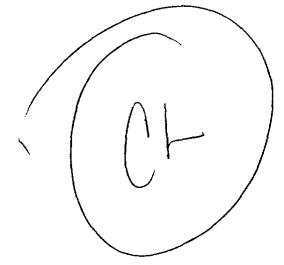
Please find enclosed 2 copies of Articles of Incorporation for USA Properties Group, Inc.

We filed a previous Articles of Incorporation, # W06000009362 (USA Properties, Inc.) which was rejected because a corporation already existed with this name.

Please accept our new name and file accordingly.

Yours sincerely

Tristan Hawthorn



ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

USA Properties Group, Inc.

FILED

06 MAR -6 PM 4:21

SECRETARY OF STATE
TALLAHAS SEE FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 10639 Narcoossee Road, Orlando, FL 32832

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To operate as a full service haircare salon and spa.

ARTICLE IV SHARES

The number of shares of stock is:

1000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Tristan Hawthorn

PO Box 135002

Clermont, FL 34713-5002 (President)

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Tristan Hawthorn

10639 Narcoossee Road, Orlando, FL 32832

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Tristan Hawthorn

10639 Narcoossee Road, Orlando, FL 32832

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

3-1-06

Signature/Incorporator

Date