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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 FEB - 8 PM 12:05

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AND  
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B. McKnight FEB 11 2008

**COVER LETTER**

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

SUBJECT: Image on the Edge Salon & Day Spa, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Carrie A. Gattin  
Name (Printed or typed)

112 Winona Circle  
Address

Auburndale, FL 33823  
City, State & Zip

863-370-2930  
Daytime Telephone number

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

Articles of Incorporation  
of  
Image on the Edge Salon and Day Spa, Inc.

Article I. **Name.**

The name of the Corporation shall be:  
Image on the Edge Salon and Day Spa, Inc.

Article II. **Principal Office.**

The principal place of business/ mailing address is:  
1138 Havendale Blvd.  
Winter Haven, FL 33881

Article III. **Purpose.**

The general nature of the business to be transacted and carried on by this corporation and its objects and purposes are to do any and all things hereinafter set out or provided and it shall have and exercise all the powers conferred by the laws of the State of Florida upon business corporations as fully and to the same extent as natural persons might or could do in all parts of the world, namely:

To engage in the Salon and Day Spa business, including but not limited to, providing services for cosmetology, including tanning, hair, nails, massage, and esthetics.

The foregoing and following provisions shall be construed as objects and powers in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these Articles of specific powers and objects shall not be held to limit, or restrict in any manner the powers of this corporation; but this corporation may do all and everything necessary, suitable or proper for the accomplishment of any purpose or object, either alone or in association with other corporations, firms or individuals, to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

Article IV. **Shares.**

The total number of shares of stock that the Corporation shall have authority to issue is 100, all of which are to be common stock having a par value of One dollar (\$1.00) per share. The corporation shall begin business with paid-in capital of not less than One Hundred dollars (\$100.00).

The number of shares of stock and the value of the consideration therefor which each shareholder agrees to take is as follows:

<u>Name</u>	<u>Number of Shares</u>	<u>Consideration</u>
Carrie A. Gatlin	51	\$51.00
Clinton C. Gatlin	48	\$48.00
Berdie Gatlin	1	<u>\$1.00</u>
	Total	\$100.00

Article V. **Initial Officers and Directors.**

The names and addresses of the first Board of Directors and Officers who shall hold office for

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TALLAHASSEE, FLORIDA

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the first year of the existence of the corporation, and until their successors are elected or appointed, are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Carrie A. Gatlin	President, Treasurer and Director	112 Winona Circle Auburndale, FL 33823
Clinton C. Gatlin	Vice-President and Director	112 Winona Circle Auburndale, FL 33823
Berdie Gatlin	Secretary and Director	944 Eighty Foot Rd. Bartow, FL 33830

Article VI. **Registered Agent.**

The name and Florida street address of the registered agent is:

Carrie A. Gatlin  
112 Winona Circle  
Auburndale, FL 33823

Article VII. **Incorporator**

The name and mailing address of the incorporator is:

Carrie A. Gatlin  
112 Winona Circle  
Auburndale, FL 33823

Article VIII. **Existence.**

This Corporation shall have perpetual existence, unless sooner voluntarily dissolved according to law.

Article IX. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

Article X. **Management.**

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any

part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

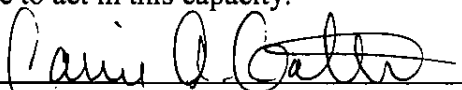
(f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

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 appointment as registered agent and agree to act in this capacity.

  
Carrie A. Gatlin

2/7/08 Date

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 7 day of

February, 2008.

Carrie A. Gatlin

Carrie A. Gatlin

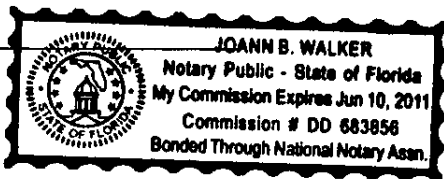
State of Florida )  
County of Perk ) ss

BE IT REMEMBERED that on this Feb. 7, 2008 personally came before me, a Notary Public for the State of Florida, Carrie A. Gatlin, to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Joann B. Walker  
Notary Public

My commission expires:



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TALLAHASSEE, FLORIDA

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