

FEB. 26. 2007 2:00 PM

CAPITAL CONNECTION

NO. 49

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Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION

GAC BEAUTY ACADEMY OF PALM BEACH, INC.

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J. Shivers FEB 27 2007

**ARTICLES OF INCORPORATION  
OF  
GAC BEAUTY ACADEMY OF PALM BEACH, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the state of Florida these articles of incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

**ARTICLE I  
Name**

The name of this corporation shall be GAC Beauty Academy of Palm Beach, Inc.

**ARTICLE II  
Term of Existence and Fiscal Year**

This corporation shall begin existence on the date of filing of these articles with the Secretary of State of the state of Florida, and shall have perpetual existence thereafter. This corporation shall have a fiscal year beginning January 1 of each year.

**ARTICLE III  
Nature of Business**

The general nature of the business to be transacted by this corporation, and the objects and purposes thereof, shall be to conduct any lawful business.

**ARTICLE IV  
Powers**

This corporation shall have all powers conferred by the laws of the state of Florida on corporations.

**ARTICLE V  
Capital Stock**

This corporation is authorized to issue One Thousand (1,000) shares of common voting stock. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

**ARTICLE VI  
Initial Registered Office and Agent**

The name and street address of the initial registered agent of this corporation is Gary D. Carroll, 978 Fern Drive, Delray Beach, Florida 33483.

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**ARTICLE VII**  
**Principal Place of Business**

The principal place of business of the corporation shall be located at 978 Fern Drive, Delray Beach, Florida 33483 with any other place of business as may be determined and fixed by the board of directors from time to time.

**ARTICLE VIII**  
**Directors**

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

**ARTICLE IX**  
**Officers**

The names and post office addresses of the officers of the corporation, who, subject to the provisions of the bylaws and the laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are as follows:

<u>Office</u>	<u>Name and Post Office Address</u>
Chief Executive Officer	Gary D. Carroll 978 Fern Drive Delray Beach, Florida 33483
President/Secretary	Gary D. Carroll 978 Fern Drive Delray Beach, Florida 33483

**ARTICLE X**  
**Initial Directors**

The name and street address of the initial director of this corporation, who, subject to the provisions of the bylaws and laws of the state of Florida, shall hold office for the first year of the corporation's existence, or until a successor is elected and qualified, is Gary D. Carroll, 978 Fern Drive, Delray Beach, Florida 33483.

ARTICLE XI  
Bylaws

(a) The power to adopt bylaws for this corporation, to alter, amend, or repeal said bylaws, and to adopt new bylaws shall be vested in the board of directors of this corporation.

(b) The bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of the state of Florida or of the United States.

ARTICLE XII  
Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XIII  
Incorporators

The name and post office address of the incorporator of this corporation is Gary D. Carroll, 978 Fern Drive, Delray Beach, Florida 33483.

ARTICLE XIV  
Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XV  
Pre-Emptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which is already held, shall have the right to purchase the pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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CAPITAL CONNECTION

NO. 4849 P. 5


IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on the 25<sup>th</sup> day of February, 2008.

  
\_\_\_\_\_  
Gary D. Carroll

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for GAC Beauty Academy of Palm Beach, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

2-25-08  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Gary D. Carroll

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