

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P93000009085

300002523499--9
-05/14/98-01062-015
*****85.00 *****85.00

New Hawk II, Inc.

300002523499--9
-05/14/98-01062-016
*****8.75 *****8.75

File Second

Name	POW
Availability	5/14/98
Document Examiner	POW
Updater	POW
Update Verifier	POW
Acknowledgement	POW
W.P. Ver. <input checked="" type="checkbox"/>	2546

*00789

Signature

Requested by: RS Date: 5/14/98 Time: 10:29

Name _____ Will Pick Up _____

Walk-In _____ Will Pick Up _____

Art of Inc. File	98 MAY 14 AM 11:13
LTD Partnership File	SEARCHED
Foreign Corp. File	INDEXED
L.C. File	FILED
Fictitious Name File	SEARCHED
Trade/Service Mark	INDEXED
Merger File	SEARCHED
<input checked="" type="checkbox"/> Art. of Amend. File	SEARCHED
RA Resignation	INDEXED
Dissolution / Withdrawal	SEARCHED
Annual Report / Reinstatement	INDEXED
Cert. Copy	SEARCHED
Photo Copy	INDEXED
<input checked="" type="checkbox"/> Certificate of Good Standing	SEARCHED
Certificate of Status	INDEXED
Certificate of Fictitious Name	SEARCHED
Corp. Record Search	SEARCHED
Officer Search	INDEXED
Fictitious Search	SEARCHED
Fictitious Owner Search	INDEXED
Vehicle Search	SEARCHED
Driving Record	INDEXED
UCC 1 or 3 File	SEARCHED
UCC 11 Search	INDEXED
UCC 11 Retrieval	SEARCHED
Courier	INDEXED

98 MAY 14 AM 11:13

SEARCHED INDEXED FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1998

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

SUBJECT: NEW HAIR II, INC.
Ref. Number: P93000009085

We have received your document for NEW HAIR II, INC. and your check(s) totaling \$43.75. 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 a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 698A00027329

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF DADE

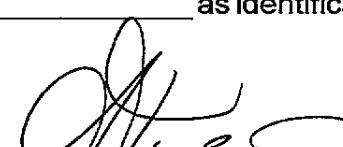
BEFORE ME the undersigned authority, personally appeared CHARLES ALFIERI, President of Charles Alfieri, Inc., a Florida corporation and New Hair II, Inc., a Florida corporation, who after being first duly sworn, deposes and states:

1. That Affiant is the President of Charles Alfieri, Inc., a Florida corporation and President of New Hair II, Inc, a Florida corporation.
2. That Affiant wishes to convey the Charles Alfieri, Inc. name to New Hair II, Inc.
3. That Affiant, as President of Charles Alfieri, Inc., hereby waives it's right to revoke the Articles of Dissolution of Charles Alfieri, Inc. filed simultaneously with this Affidavit and thereby enabling New Hair II, Inc. to immediately acquire the name Charles Alfieri, Inc.

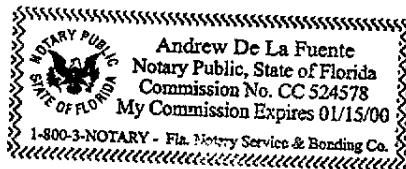
FURTHER AFFIANT SAYETH NOT


CHARLES ALFIERI, as President of
Charles Alfieri, Inc. and President of
New Hair II, Inc.

The foregoing instrument was acknowledged before me this 18th day of May, 1998 by Charles Alfieri who is (personally known to me) (or who has produced) FL DRIVER'S LICENSE as identification and who (did/did not) take an oath.


NOTARY PUBLIC
STATE OF FLORIDA

My commission expires:



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NEW HAIR IT, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) NAME CHANGE

AMEND ARTICLE ONE: CHARLES ALFIERI, INC.

98 MAY 19 PM 12:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A.

THIRD: The date of each amendment's adoption: MAY 12, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group "

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12 day of MAY, 19 98.



Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CHARLES ALFIERI
Typed or printed name

DIRECTOR

Title