

P95000026057

MATTHEW K. PETERS

ATTORNEY AT LAW

March 22, 1995

Secretary of State
Corporate Division
Tallahassee, Florida 32304

RE: NAILMANIA, INC.

300001442793
-03/29/95--01061--024
****122.50 ****122.50

Dear Sir:

I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,



Matthew K. Peters

Enclosure(s)

MKP/jp

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

NAILMANIA, INC.

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Nailmania, INC.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSE

The general purposes for which the corporation is organized shall be:

- (1) To manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise depose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description.
- (2) It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding

seventy five thousand (75,000.00) shares which shall be designated common shares.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the principle office of the corporation in the State of Florida is 3327 Sheffield Circle, Sarasota, Florida 34239.

The initial street address of the registered office of the corporation in the State of Florida is 3327 Sheffield Circle, Sarasota, Florida 34239. The name of the initial registered agent of the corporation at such address is Varinia Van Ness.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the corporation shall be three (3).
- B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The name(s) and address(es) of the initial member(s) of the Board of Directors, who shall hold office until (his, her, their) successors are duly elected and have qualified, (is, are):

<u>NAME</u>	<u>ADDRESS</u>
Varinia Van Ness	3327 Sheffield Circle Sarasota, FL 34239
Scott Van Ness	3327 Sheffield Circle Sarasota, FL 34239

ARTICLE VII - INCORPORATOR(S)

The name and street address of the incorporator of the corporation is:

NAME

ADDRESS

Matthew K. Peters

1620 Main St., Suite 1
Sarasota, FL 34236

ARTICLE VIII - PREEMPTIVE RIGHTS

Holders of shares of any class or series or the Corporation shall, as such holders, for a period of thirty days following written notice of a prospective issuance, sale, or other transfer of shares by the corporation, have preemptive rights to purchase shares of any class or series hereafter issued, sold, or otherwise transferred for cash, and series, as the case may be, as that which such shareholders already hold, and, to the same extent, to purchase securities convertible into or exchangeable for shares of the corporation or to which shall be attached or appertain any warrants or rights entitling the holder thereof to purchase shares of the corporation. To be effective, a preemptive right must be exercised by a tender, in cash, to the corporation at its principal office, by the exercising shareholder, of the aggregate purchase price of the shares to be purchased by such shareholder that such shareholder is thereby exercising his preemptive rights; provided, however, that: (i) such shareholder shall be entitled to exercise preemptive rights only with respect to all, and not less than all, and not less than all, shares to which such shareholder's preemptive rights then apply; and (ii) no preemptive rights shall be exerciseable of exercise of the same would, in the opinion of legal counsel to the corporation, violate any law, rule, or regulation, including, but not limited to, federal or state securities laws, to which the corporation is subject.

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested in either the Board of Directors or the shareholders; provided, however, that no By-Law adopted by the shareholders may be altered, amended, or repealed by the Board of Directors; and provided, further, however, that only the shareholders may adopt a By-Law which fixes, increased, or decreased the number of directors of the corporation.

ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at 1620 Main Street, Suite 1, Sarasota, Sarasota County, Florida 34236, this 21st day of March, 1995.



Matthew K. Peters

STATE OF FLORIDA)
) S.S.
COUNTY OF SARASOTA)

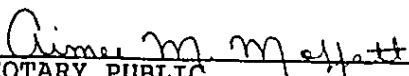
BEFORE ME the undersigned authority, personally appeared Matthew K. Peters, to me well known and known to me to be the person described in and who executed the foregoing instrument, who has produced a Florida driver's license as identification and who did/~~did not~~ take an oath.

Sworn to and subscribed before me this 21st day of March, 1995.



AIMEE M. MOFFATT
My Comm Exp. 6/21/97
Bonded By Service Ins
No. CC438290

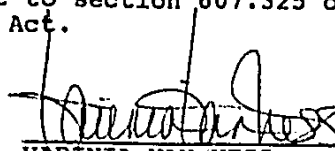
☒ Personally Knows ☐ Otherwise


NOTARY PUBLIC
My Commission Expires: 6/21/97

ACCEPTANCE BY REGISTERED AGENT

The undersigned, VARINIA VAN NESS, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does

hereby state that she is familiar with, and accepts, the obligations imposed pursuant to section 607.325 of the Florida General Corporation Act.


VARINIA VAN NESS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA