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03-2080

ROBERT M. GOLDSMITH
ATTORNEY AT LAW

11900 Biscayne Boulevard, North Miami, Florida 33181

March 27, 1995

Florida Secretary of State
Division of Corporations
Tallahassee, Florida, 32304

600001457376
-04/14/95--01113--011
***122.50 ***122.50

Re: Robar of Ocean Drive, Inc.

Dear Sir:

Enclosed find:

1. Check for \$122.50
2. Original and copy of Certificate of Incorporation.

Please process same and advise.

Very truly yours,

Robert M. Goldsmith

ROBERT M. GOLDSMITH

RMG:pe
Enclosures (3)

~~W95-7470~~

File
4-5-95

DMC
4/6/95

~~308, 508, 620, 671~~

FILED
95 APR 13 AM 9:23
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

April 6, 1995

ROBERT M. GOLDMSITH
ATTORNEY AT LAW
11900 BISCAYNE BOULEVARD
NORTH MIAMI, FL 33181

SUBJECT: ROBAR OF OCEAN DRIVE, INC.
Ref. Number: W95000007470

We have received your document for ROBAR OF OCEAN DRIVE, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The only acceptable corporate suffixes for professional associations are PROFESSIONAL ASSOCIATION, P.A., and CHARTERED.

Please return the enclosed check for \$122.50 or a newly issued check with your corrected document.

Please return 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 (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 195A00015764

ARTICLES OF INCORPORATION
OF
ROBAR OF OCEAN DRIVE, INC.

FILED

95 APR 13 AM 9:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Subscribers to these Articles of Incorporation, natural persons competent to contract, hereby present these Articles for the formation of a Corporation under the provisions of Chapter 60, Florida Statutes, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation is: ROBAR OF OCEAN DRIVE, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The specific nature of the business to be transacted by this Corporation is:

To engage in every phase and aspect of the business of rendering the same services to the public that a beautician duly licensed under the laws of the State of Florida, is authorized to render, but such services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the state of Florida to practice therein.

The Corporation may also engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of ~~1000~~⁶⁰ shares of one class of common stock having a par

value of \$0.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

None of the shares of this Corporation may be issued to anyone other than an individual duly licensed to practice in the State of Florida.

ARTICLE IV
INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

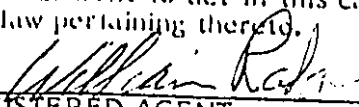
The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: William Robar

INITIAL REGISTERED OFFICE: 9520 Harding Avenue, Surfside, Florida, 33154
AND PRINCIPAL OFFICE:

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT

WILLIAM ROBAR

ARTICLE V
DIRECTORS

The Corporation shall have one director(s) initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1). If required by the ethics of the professions, directors shall be required to possess the same professional qualifications as stockholders are required to possess. The names and post office addresses of the members of the first Board of Directors are:

NAME

ADDRESS

William Robar

9520 Harding Avenue, Surfside, Fla. 33154.

ARTICLE VI
SUBSCRIBERS

The names and post office addresses of the subscribers of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
William Robar	9520 Harding Avenue, Surfside, Fla. 33154

ARTICLE VII
VOTING TRUSTS

No stockholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE VIII
CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this Corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE IX
CONTRACTS

No contract or other transaction between this Corporation and any other Corporation shall be affected by the fact that any director of this Corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested, and no contract or other transaction of this Corporation with any person, firm or Corporation, shall be affected by the fact that any director of this

Corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this Corporation for the benefit of himself or any firm, association, or Corporation in which he may be in any way interested.

ARTICLE X

REMOVAL OF DIRECTORS

Any director of this Corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a director.

ARTICLE XI

RESTRAINT ON ALIENATION OF SHARES

The stockholders of this Corporation shall have the power to include in the By-Laws, adopted by a majority of the stockholders of this Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this Corporation by any of its stockholders, or in the event of the death of any of its stockholders. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the stockholders of this Corporation; provided however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No stockholder of this Corporation may sell or transfer his shares therein except to another individual who is eligible to be a stockholder of this Corporation. If any stockholder becomes legally disqualified to practice _____ in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such stockholder's shares shall immediately become subject to purchase by this Corporation in accordance with the By-Laws adopted by the stockholders.

ARTICLE XII

ADDITIONAL CORPORATE POWERS

In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objectives heremabove stated, this Corporation shall have all and singular the following powers:

This Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

This Corporation shall have the power, at its option, to purchase and acquire any and all of its shares owned and held by any such stockholder as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the By-Laws adopted by the stockholders of this Corporation setting forth the terms and conditions of such purchases provided, however, the capital of this Corporation is not impaired.

This Corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any stockholder who dies, in accordance with the By-Laws adopted by the stockholders of this Corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

This Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

1. a Pension Plan,
2. a Profit Sharing Plan, if such a plan is not otherwise prohibited by the Code of Ethics of the Profession,
3. a stock bonus plan,
4. a thrift and savings plan,
5. a restricted stock option plan, or
6. other retirement or incentive compensation plans.

ARTICLE XIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of stockholders are subject to this reservation.

ARTICLE XIV

PRÉEMPTIVE RIGHTS

All stockholders of the Corporation shall be vested with full preemptive rights.

IN WITNESS WHEREOF, WE the subscribers, have executed these
Articles of Incorporation this 27th day of March, 1995

William Kolon

WILLIAM ROBAR

STATE OF FLORIDA :
: SS
COUNTY OF DADE :

Before me the undersigned authority, an officer duly qualified to administer oaths and take acknowledgements in the State and County aforesaid, personally appeared William Robar, to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and he duly acknowledged to me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in Miami, Dade County, Florida, this 27th day of March, 1995.

Robert M. Goodsmith
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:

